

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

IN RE: NATIONAL)
PRESCRIPTION) MDL No. 2804
OPIATE LITIGATION)
_____) Case No.
) 1:17-MD-2804

THIS DOCUMENT RELATES) Hon. Dan A.
TO ALL CASES) Polster

FRIDAY, OCTOBER 26, 2018

HIGHLY CONFIDENTIAL – SUBJECT TO FURTHER
CONFIDENTIALITY REVIEW

Videotaped deposition of Stephan Kaufhold, held at the offices of LIEFF CABRASER HEIMANN & BERNSTEIN, LLP, 250 Hudson Street, 8th Floor, New York, New York, commencing at 12:03 p.m., on the above date, before Carrie A. Campbell, Registered Diplomat Reporter and Certified Realtime Reporter.

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1	VIDEOGRAPHER: We are now on the record.	
2		
3	My name is Henry Marte. I'm a videographer with Golkow Litigation Services.	
4		
5	Today's date is October 26, 2018, and the time is 12:03 p m.	
6		
7	This videotaped deposition is being held at 250 Hudson Street, New York, New York, in the matter of prescription opiate litigation.	
8		
9	The deponent today is Stephan Kaufhold.	
10		
11	Everybody please introduce themselves for the record.	
12		
13	MR. MELAMED: Matthew Melamed, Robbins Geller Rudman & Dowd, for the plaintiffs.	
14		
15	MS. ANTULLIS: Dory Antullis, Robbins Geller Rudman & Dowd, for the plaintiffs.	
16		
17	MR. CARTER: Ed Carter, Jones Day, for Walmart.	
18		
19	MS. PERSIO: Joanna Persio, Arnold & Porter, for the Endo	
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<p style="text-align: right;">Page 9</p> <p>1 defendants and the Par defendants.</p> <p>2 MR. RICARD: Paul Ricard,</p> <p>3 Prescription Supply, Inc.</p> <p>4 MR. MCBRIDE: Andrew McBride,</p> <p>5 Williams & Connolly, for Cardinal.</p> <p>6 MR. JACOBS: Evan Jacobs,</p> <p>7 Morgan Lewis, for Teva</p> <p>8 Pharmaceuticals, USA, Cephalon, Inc.,</p> <p>9 Actavis Pharma, Inc., Actavis, LLC,</p> <p>10 and Watson Laboratories, Inc.</p> <p>11 MR. LEFEVOUR: Michael LeFevour</p> <p>12 from Kirkland & Ellis on behalf of the</p> <p>13 Allergan.</p> <p>14 MS. LEVY: Jennifer Levy from</p> <p>15 Kirkland and Ellis on behalf of the</p> <p>16 Allergan defendants.</p> <p>17 THE WITNESS: Steve Kaufhold</p> <p>18 with Allergan.</p> <p>19 VIDEOGRAPHER: Okay. And the</p> <p>20 people on the phone, please?</p> <p>21 MR. PALMER: Andrew Palmer on</p> <p>22 behalf of McKesson.</p> <p>23 MR. MAEROWITZ: Max Maerowitz</p> <p>24 on behalf of Mallinckrodt, LLC.</p> <p>25 MS. NOWAK: Darlene Nowak on</p>	<p style="text-align: right;">Page 10</p> <p>1 behalf of HBC Services.</p> <p>2 MS. ROCCHINO: Samantha</p> <p>3 Rocchino on behalf of</p> <p>4 AmerisourceBergen Drug Corporation.</p> <p>5 VIDEOGRAPHER: Okay. Will the</p> <p>6 court reporter please administer the</p> <p>7 oath to the witness?</p> <p>8</p> <p>9 STEPHAN KAUFHOLD,</p> <p>10 of lawful age, having been first duly sworn</p> <p>11 to tell the truth, the whole truth and</p> <p>12 nothing but the truth, deposes and says on</p> <p>13 behalf of the Plaintiffs, as follows:</p> <p>14</p> <p>15 DIRECT EXAMINATION</p> <p>16 QUESTIONS BY MR. MELAMED:</p> <p>17 Q. Good afternoon.</p> <p>18 A. Good afternoon.</p> <p>19 Q. My name is Matt Melamed. I'm</p> <p>20 from Robbins Geller, and I represent the</p> <p>21 plaintiffs in this matter.</p> <p>22 Can you state your full name,</p> <p>23 your home address and your work address for</p> <p>24 the record, please?</p> <p>25 A. Absolutely.</p>
<p style="text-align: right;">Page 11</p> <p>1 My name's Stephan Kaufhold.</p> <p>2 I'm senior vice president, treasurer of</p> <p>3 Allergan.</p> <p>4 </p> <p>5</p> <p>6</p> <p>7</p> <p>8 Q. My job today is to ask clear</p> <p>9 questions. If the question I ask is unclear,</p> <p>10 please let me know.</p> <p>11 A. Sure.</p> <p>12 Q. Please answer audibly, as you</p> <p>13 are doing. Please avoid shaking your head or</p> <p>14 nodding for a no or yes respectively.</p> <p>15 Okay?</p> <p>16 A. Understood.</p> <p>17 Q. And similarly, please answer</p> <p>18 with easily transcribable words such as yes</p> <p>19 or no and not uh-huh or huh-uh.</p> <p>20 Okay?</p> <p>21 A. Yes.</p> <p>22 Q. Have you been deposed before?</p> <p>23 A. I have.</p> <p>24 Q. So you're generally familiar</p> <p>25 with the process?</p>	<p style="text-align: right;">Page 12</p> <p>1 A. I am.</p> <p>2 Q. You understand that you've been</p> <p>3 designated by a corporation to speak on</p> <p>4 behalf of that corporation in your testimony</p> <p>5 today, correct?</p> <p>6 A. That is correct.</p> <p>7 Q. What is the name of the entity</p> <p>8 that designated you to testify on its behalf?</p> <p>9 A. It would be Allergan PLC.</p> <p>10 Q. And you are currently an</p> <p>11 employee of Allergan PLC; is that correct?</p> <p>12 A. That is not correct.</p> <p>13 Q. Who are you currently employed</p> <p>14 by?</p> <p>15 A. I'm employed by Allergan Sales,</p> <p>16 LLC.</p> <p>17 Q. What is Allergan Sales, LLC's,</p> <p>18 relationship to Allergan PLC?</p> <p>19 A. It is an indirect subsidiary.</p> <p>20 Q. Can you please tell me your</p> <p>21 educational and employment history from --</p> <p>22 starting from college and going through to</p> <p>23 present?</p> <p>24 A. Absolutely.</p> <p>25 Undergraduate degree from</p>

<p style="text-align: right;">Page 13</p> <p>1 Loyola College, which is now Loyola 2 University, in Baltimore, Maryland; business 3 administration, BA, concentration economics, 4 finance. 5 I also have a BS in accounting 6 from St. Peters College. 7 Graduate degree, MBA, in 8 corporate finance from Fairleigh Dickinson, 9 and I've done some postgraduate work at 10 Columbia University. 11 From an employment perspective, 12 since graduating college, if you want to go 13 that far back, first job was with Security 14 Pacific Finance Corp., which was consumer 15 lending. 16 I then worked for Chase 17 Manhattan Leasing as a credit analyst. That 18 was then -- that operation was bought by AT&T 19 Credit Corporation financing telephone sets. 20 We were then sold to Nomura 21 Securities PLC, followed by a sale to 22 Newcourt Credit. 23 We were then bought by CIT. 24 CIT was sold to Tyco; we went 25 public again.</p>	<p style="text-align: right;">Page 14</p> <p>1 I left in 2004 to be the 2 treasurer of Virgin Mobile USA, which was a 3 prepaid wireless carrier. I was there for 4 five and a half years. 5 Left in March of 2010 and 6 joined Watson Pharmaceuticals in April of 7 2010. 8 Q. Watson Pharmaceuticals, Inc.? 9 A. Watson Pharmaceuticals. I'm 10 not sure exactly who my employer was of which 11 of the subsidiaries, but it was Watson 12 Pharmaceuticals, a US generic company. 13 And I've been the treasurer 14 through the -- the transition of the business 15 to where it is today. 16 (Allergan-Kaufhold Exhibit 1 17 marked for identification.) 18 QUESTIONS BY MR. MELAMED: 19 Q. I'm going to hand you what's 20 been marked Exhibit Number 1. 21 Exhibit Number 1 is titled "The 22 Second Amended Notice of Deposition Pursuant 23 to Rule 30(b)(6) and Document Request 24 Pursuant to Rule 30 B(2) and Rule 34 to 25 Defendants Allergan PLC, formerly known as</p>
<p style="text-align: right;">Page 15</p> <p>1 Actavis PLC; Allergan Finance, LLC, formerly 2 known as Actavis, Incorporated, formerly 3 known as Watson Pharmaceuticals, 4 Incorporated; Watson Laboratories, 5 Incorporated; Actavis LLC; Actavis Pharma, 6 Inc., formerly known as Watson Pharma, Inc.; 7 Allergan Pharmaceuticals, Inc.; and Allergan 8 Health Solutions, Inc." 9 Have you seen this document 10 before? 11 A. I have seen this document. 12 Q. Okay. And you recognize that 13 on page 1 of the document you have been 14 designated to testify on Topic 43 of the 15 30(b)(6) topics, correct? 16 A. That is correct. 17 Q. And if you turn to page 16 in 18 the document, you see that Topic 43 states, 19 "To the extent not encompassed within the 20 other topics, your marketing, promotion, 21 sales, distribution, diversion and suspicious 22 order monitoring compliance, 23 pharmacovigilance concerning your generic 24 opioid products." 25 A. I see that, yes.</p>	<p style="text-align: right;">Page 16</p> <p>1 Q. Are you prepared to testify on 2 those topics today? 3 MS. LEVY: Objection. As you 4 well know, he is prepared to testify 5 on three specific subtopics of that 6 topic that we subsequently negotiated 7 after the fact. 8 QUESTIONS BY MR. MELAMED: 9 Q. Are you prepared to testify 10 about the topics in number 43 today? 11 A. I am not. 12 (Allergan-Kaufhold Exhibit 2 13 marked for identification.) 14 QUESTIONS BY MR. MELAMED: 15 Q. I'm going to hand you what's 16 been marked Exhibit Number 2. 17 Exhibit Number 2 is an 18 October 5th letter from Aelish Baig to 19 Special Master Cohen. 20 And if you -- I would like you 21 to just turn to page 3 of this letter. 22 Do you see the three bullet 23 points and the paragraph preceding those 24 three bullet points? 25 A. Yes.</p>

<p style="text-align: right;">Page 17</p> <p>1 Q. Those three bullet points</p> <p>2 define a scope of the -- what's referred to</p> <p>3 as the first Allergan 30(b)(6) deposition.</p> <p>4 Do you see that?</p> <p>5 A. Yes.</p> <p>6 Q. Are you prepared to testify</p> <p>7 about those subjects today?</p> <p>8 A. I am.</p> <p>9 Q. You can put that aside.</p> <p>10 A. Okay.</p> <p>11 Q. What did you do to prepare to</p> <p>12 testify on those topics today?</p> <p>13 A. Sure.</p> <p>14 Working with counsel and at my</p> <p>15 direction we went through corporation files.</p> <p>16 I also went through what I had in regard to</p> <p>17 corporate structures and also have had</p> <p>18 conversations with folks internally,</p> <p>19 specifically within the tax group, who</p> <p>20 manages the corporate structure.</p> <p>21 Q. Did you review any documents in</p> <p>22 preparation for today?</p> <p>23 A. I have, yes.</p> <p>24 Q. Approximately how many?</p> <p>25 A. I would say probably about --</p>	<p style="text-align: right;">Page 18</p> <p>1 in the neighborhood of 25 or so.</p> <p>2 Q. Did those documents refresh</p> <p>3 your recollection as to the items you're --</p> <p>4 the subject of your testimony today?</p> <p>5 A. Yes.</p> <p>6 Q. Are those the documents that</p> <p>7 you brought with you, that your counsel</p> <p>8 handed me before the deposition started</p> <p>9 today?</p> <p>10 A. That is correct.</p> <p>11 Q. And is that the sum total of</p> <p>12 the documents that you reviewed in</p> <p>13 preparation for today's deposition?</p> <p>14 A. I've also reviewed other</p> <p>15 documents such as -- which was public</p> <p>16 information, such as 10-Ks, 10-Qs and the</p> <p>17 master purchase agreement that Teva and</p> <p>18 Allergan PLC signed on the sale of the</p> <p>19 generic business.</p> <p>20 Q. Any documents that were not</p> <p>21 publicly available, other than those --</p> <p>22 A. No.</p> <p>23 Q. -- that you brought with you</p> <p>24 today?</p> <p>25 Who prepared the documents that</p>
<p style="text-align: right;">Page 19</p> <p>1 you brought with you today?</p> <p>2 A. It's counsel at my direction.</p> <p>3 I've also provided them some of the documents</p> <p>4 as well, too.</p> <p>5 MR. MELAMED: I'll represent to</p> <p>6 counsel that I haven't taken anything</p> <p>7 out or put anything into this folder.</p> <p>8 QUESTIONS BY MR. MELAMED:</p> <p>9 Q. But this -- the folder that I'm</p> <p>10 holding right now appears to be the</p> <p>11 documents.</p> <p>12 A. That is correct.</p> <p>13 Q. Not -- I'll let you flip</p> <p>14 through that, if you want, before you answer.</p> <p>15 MS. LEVY: We can stipulate</p> <p>16 that it's the right set.</p> <p>17 MR. MELAMED: Okay.</p> <p>18 So I'll just mention for the</p> <p>19 record it appears to be more than 25</p> <p>20 pages.</p> <p>21 QUESTIONS BY MR. MELAMED:</p> <p>22 Q. I don't know if you mentioned</p> <p>23 25 documents or 25 pages earlier.</p> <p>24 A. The question, I believe, how</p> <p>25 many documents, not pages.</p>	<p style="text-align: right;">Page 20</p> <p>1 Q. Fair enough.</p> <p>2 So approximately 25 documents?</p> <p>3 A. Documents.</p> <p>4 Q. Reflecting about how many</p> <p>5 pages, would you estimate?</p> <p>6 A. It would -- I would think it</p> <p>7 would have to be somewhere between 6 and 750</p> <p>8 pages, considering the purchase agreement is</p> <p>9 fairly numerous. When you look at our 10-Ks,</p> <p>10 our 10-Ks are probably about 200 pages.</p> <p>11 Q. I'm just talking about the</p> <p>12 doc -- I'm sorry. To be clear, I'm just</p> <p>13 talking about the documents that are in the</p> <p>14 folder that was handed to me before the</p> <p>15 deposition started.</p> <p>16 MS. LEVY: You're asking him to</p> <p>17 guess how many pages --</p> <p>18 MR. MELAMED: Just an estimate.</p> <p>19 THE WITNESS: It looks like it</p> <p>20 could be somewhere between 200 and</p> <p>21 250.</p> <p>22 (Allergan-Kaufhold Exhibit 3</p> <p>23 marked for identification.)</p> <p>24 QUESTIONS BY MR. MELAMED:</p> <p>25 Q. Okay. I'm going to mark these</p>

<p style="text-align: right;">Page 21</p> <p>1 as Exhibit 3. It's just the folder. I'm 2 going to have all of these collectively put 3 in as an exhibit. During a break I'll have 4 them copied so I can have a copy of them. 5 MS. LEVY: We have copies, if 6 you need copies. 7 MR. MELAMED: Fantastic. I 8 would like a copy, please. 9 QUESTIONS BY MR. MELAMED: 10 Q. As I expressed in letters to 11 Ms. Levy prior to the deposition, it's 12 unclear to me why this information couldn't 13 have been provided before, particularly given 14 the limitations on time established by the 15 special master for 30(b)(6) testimony in this 16 action. 17 I am not going to have -- I'm 18 going to tell you right now that there's not 19 a chance that I'm going to have the time to 20 review these documents, understand what's in 21 them. We may touch on certain of the subject 22 matters, but I'm not going to be able to do 23 that today during the deposition. 24 And as a result, I'm going to 25 reserve our right to call you back after I've</p>	<p style="text-align: right;">Page 22</p> <p>1 had a chance to look through those and ask 2 Special Master Cohen and, if necessary, Judge 3 Polster for the right to do so because of 4 these late-produced documents. 5 Did you talk to anybody at 6 Allergan or any Allergan-related entity in 7 preparation for your testimony today? 8 A. I have spoken to some people 9 within the company, yes. 10 Q. Who have you spoken to? 11 A. Members of our tax group. 12 Q. Which members of your tax 13 group? 14 A. Marty Shindler, Carina 15 Sinclair. 16 Q. Why did you speak to members of 17 the tax group? 18 A. Carina is the one who tracks 19 and maintains the corporate structure slides 20 that we've provided, and in regard to the 21 ANDAs and the transfers of IP, I spoke to 22 Marty Shindler as well. 23 Q. Is Marty Shindler also in the 24 tax group? 25 A. Yes, he is.</p>
<p style="text-align: right;">Page 23</p> <p>1 Q. And what tax -- what entity's 2 tax group do these people work for? 3 What is the name of the 4 corporation they work for? 5 A. They work for Allergan Sales, 6 LLC. 7 Q. Does Allergan PLC maintain its 8 own tax group separate and distinct from 9 Allergan Sales, LLC? 10 A. Does not. 11 Q. And you mentioned you spoke to 12 outside counsel in preparation for today's 13 deposition, correct? 14 A. That's correct. 15 Q. About how many times did you 16 speak with outside -- let -- let me withdraw 17 that. 18 About how many hours total did 19 you speak with outside counsel in preparation 20 for the deposition? 21 A. Probably somewhere between 15 22 and 20 hours. 23 Q. Over what period of time did 24 those 15 to 20 hours occur? For example, was 25 that during the last week? Was it over the</p>	<p style="text-align: right;">Page 24</p> <p>1 last month? 2 A. It was over the last -- I would 3 say over the last week. 4 Q. Did you speak with anybody 5 aside from colleagues at Allergan entities 6 and outside counsel in preparation for 7 today's deposition? 8 A. I have not. 9 Q. Did you speak to anybody at 10 Teva Pharmaceuticals in preparation for 11 today's deposition? 12 A. I have not. 13 Q. You're aware that some of the 14 subject matter covered by today's deposition 15 concerns generic opioids that were sold by 16 Allergan PLC to Teva, correct? 17 A. Could you rephrase that, 18 please? 19 Q. One of the subjects we're going 20 to talk about today is generic opioids, 21 correct? 22 A. That is correct. 23 Q. And the generic opioids were 24 sold by Allergan PLC, correct? 25 A. Allergan PLC was the party to</p>

<p style="text-align: right;">Page 25</p> <p>1 the sale agreement.</p> <p>2 Q. And the party to which the</p> <p>3 generic opioids were transferred under that</p> <p>4 sale agreement was a Teva-related entity,</p> <p>5 correct?</p> <p>6 A. It was sold to a Teva-related</p> <p>7 entity, yes.</p> <p>8 Q. And that was completed in 2016,</p> <p>9 right?</p> <p>10 A. It closed in August of 2016.</p> <p>11 Q. And Teva and Allergan PLC</p> <p>12 executed an agreement earlier this year</p> <p>13 concerning defense of claims asserted in this</p> <p>14 and similar cases, correct?</p> <p>15 A. That is not correct.</p> <p>16 Q. Okay. What -- are you aware of</p> <p>17 an agreement executed this year between Teva</p> <p>18 and Allergan PLC concerning the cases in the</p> <p>19 MDL and other like -- similar cases?</p> <p>20 A. That is not -- that is not</p> <p>21 correct.</p> <p>22 Q. Are you aware of any agreements</p> <p>23 signed this year between Teva and --</p> <p>24 A. I am.</p> <p>25 Q. Okay. What was the subject</p>	<p style="text-align: right;">Page 26</p> <p>1 matter of that?</p> <p>2 A. In January of 2018, as -- what</p> <p>3 is typical for any type of M&A, especially of</p> <p>4 this size, there is a true-up in regard to</p> <p>5 the accounts and a working capital adjustment</p> <p>6 is made. Either the buyer has to make a</p> <p>7 payment to the seller or the seller has to</p> <p>8 make a payment to the buyer -- or to --</p> <p>9 seller to the buyer or the buyer to the</p> <p>10 seller after we go through the accounts and</p> <p>11 true-up all the accounts.</p> <p>12 So there was an agreement, and</p> <p>13 then there was also consideration paid,</p> <p>14 approximately \$700 million, to settle the</p> <p>15 working capital.</p> <p>16 Q. Was there an indemnification</p> <p>17 agreement signed between Teva and Allergan</p> <p>18 PLC?</p> <p>19 A. There were indemnification</p> <p>20 provisions within the purchase agreement.</p> <p>21 Q. Are you aware of an</p> <p>22 indemnification agreement signed in 2018</p> <p>23 between Teva and Allergan?</p> <p>24 A. Not separate from what the --</p> <p>25 of the agreement that I described, other than</p>
<p style="text-align: right;">Page 27</p> <p>1 that agreement restated those indemnification</p> <p>2 provisions that were part of the August</p> <p>3 close.</p> <p>4 (Allergan-Kaufhold Exhibit 4</p> <p>5 marked for identification.)</p> <p>6 QUESTIONS BY MR. MELAMED:</p> <p>7 Q. Okay. I'm going to hand you</p> <p>8 what's been marked as Exhibit 4.</p> <p>9 A. Uh-huh.</p> <p>10 Q. Exhibit 4 is titled</p> <p>11 "Exhibit 10.66 Execution Version, Settlement</p> <p>12 Agreement and Mutual Releases."</p> <p>13 Do you see that?</p> <p>14 A. Yes.</p> <p>15 Q. And you see that this is an</p> <p>16 agreement executed January 31, 2018, or has</p> <p>17 an effective date of January 31, 2018. It's</p> <p>18 between Teva Pharmaceutical Industries,</p> <p>19 Limited, and Allergan PLC, correct?</p> <p>20 A. That is fair.</p> <p>21 Q. If you turn to page 3. And you</p> <p>22 see that page 3 contains Item Number 4, which</p> <p>23 is agreed liabilities and indemnification,</p> <p>24 third-party claim indemnification procedures?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 28</p> <p>1 Q. Are you aware that this case</p> <p>2 concerns one of the -- a scenario that would</p> <p>3 trigger these indemnification procedures?</p> <p>4 MS. LEVY: Objection. Calls</p> <p>5 for a legal conclusion.</p> <p>6 QUESTIONS BY MR. MELAMED:</p> <p>7 Q. Do you know?</p> <p>8 A. I don't.</p> <p>9 Q. Okay. If you look -- it's very</p> <p>10 small type, and I apologize for that.</p> <p>11 A. No.</p> <p>12 Q. If you look approximately</p> <p>13 two-thirds of the way down, there is a little</p> <p>14 Roman Numeral II on the left column.</p> <p>15 Do you see that?</p> <p>16 A. Yes.</p> <p>17 Q. Okay. If you go back a little,</p> <p>18 it says that -- the sentence starts prior to</p> <p>19 that: "In the case of third-party claims</p> <p>20 that involve both, one, branded opioid drugs</p> <p>21 of the retained business that are not</p> <p>22 products and, two, generic opioid drugs that</p> <p>23 are products, the parties shall, X, each be</p> <p>24 responsible for the defense of such</p> <p>25 third-party claim in accordance with the</p>

<p style="text-align: right;">Page 29</p> <p>1 immediate prior sentence and, Y, cooperate 2 with each other to enable the proper and 3 adequate defense of such third-party claim." 4 Do you see that? 5 A. Yes, I do. 6 Q. And your testimony is that you 7 did not cooperate with, nor did Teva 8 cooperate, with you in preparing for this 9 deposition today; is that correct? 10 A. I did not have a conversation 11 with them, no. 12 Q. Do you have any reason why? 13 A. Reason why I -- 14 Q. Yeah. Why didn't you talk to 15 Teva before? 16 A. I haven't spoken to them 17 because my understanding is the liabilities 18 transferred to Teva. Teva owns the entities 19 in question, Actavis, and the records have 20 been transferred to the company. So I don't 21 have access to those files. 22 Q. You're aware that Allergan PLC 23 was named as a defendant in a case brought in 24 the Northern District of Illinois that was 25 subsequently transferred to the MDL, correct?</p>	<p style="text-align: right;">Page 30</p> <p>1 A. I am not. 2 Q. Okay. I represent to you that 3 it has been. 4 A. Okay. Understood. 5 Q. Actually, it was filed in 2014. 6 Are you aware that in 2015, the 7 court in that case held that Allergan PLC -- 8 that it had jurisdiction to hear the claims 9 over Allergan PLC. 10 Are you aware of that? 11 A. I am not. 12 Q. Okay. Do you know if 13 Allergan PLC instituted a litigation hold in 14 response to the filing of that case or in 15 response to the opinion in 2015 upholding it 16 as a defendant? 17 A. I am not. 18 Q. Can you list each opioid from 19 1995 to present that any Allergan entities, 20 parents -- I'm sorry. And by "Allergan 21 entities" I just want to be clear, Allergan 22 Finance, LLC, Allergan PLC, any and all 23 subsidiaries, parents, predecessors, 24 successors and/or associated entities 25 resulting -- resulting from any and all</p>
<p style="text-align: right;">Page 31</p> <p>1 mergers over the years since 1995. 2 Can you list each opioid that 3 any of those entities have licensed, 4 manufactured, marketed, sold, distributed or 5 had any other involvement with? 6 A. Yes. 7 Q. Okay. What are they? 8 A. Okay. What I could do is refer 9 to the documents that we gave you today. 10 Q. Uh-huh. 11 A. Underneath 43.1, towards the 12 bottom of the first page, we have involvement 13 with opioids. And what we've done here, just 14 to make it easy for everyone, we've kind of 15 broken this down to the opioids associated to 16 the transferred entities as well as what are 17 the branded that have been retained by 18 Allergan. 19 So first item -- or the first 20 entity on the bottom that you see here is 21 Watson Laboratories, comma, Inc., and then 22 you see underneath that the ANDA or the NDAs, 23 if it is applicable, for each of the opioid 24 product. 25 Number 2 is Actavis</p>	<p style="text-align: right;">Page 32</p> <p>1 Laboratories Florida, f/k/a, formerly known 2 as, Watson Laboratories, Inc., those related 3 products. 4 Page 3 you'll see Actavis 5 Totowa, LLC; Actavis Elizabeth, LLC; Actavis, 6 Midatlantic, LLC; Actavis Laboratories Utah, 7 Inc., formerly known as Watson Laboratories, 8 Inc., Salt Lake City. And on top of page 4, 9 Item 7, is Actavis South Atlantic, LLC. 10 Remaining Allergan entities. 11 So these are the products that are retained 12 by Allergan today, is Kadian -- and we've 13 out-listed here the history of that product 14 and the transfer of that product. When 15 Actavis legacy was the contract manufacturer 16 for Alpharma, bought the product in 2008, 17 being manufactured at Actavis Elizabeth's 18 manufacturing facility, where it is still 19 manufactured today. 20 And then on page 5, we go into 21 Norco, which was the Watson-related product. 22 Q. So in your response and in the 23 chart you prepared, for each of the drugs 24 under involvement with opioids, you have 25 listed which entity was listed as the ANDA or</p>

<p style="text-align: right;">Page 33</p> <p>1 NDA holder, correct?</p> <p>2 A. That is correct.</p> <p>3 Q. Have you listed which entities</p> <p>4 had other involvement with the drugs that --</p> <p>5 with those drugs? Any other involvement?</p> <p>6 A. These are all the companies and</p> <p>7 products.</p> <p>8 Q. Have -- so to take an example,</p> <p>9 on page 3 there's Actavis Totowa --</p> <p>10 Is that the correct --</p> <p>11 A. That is correct.</p> <p>12 Q. -- pronunciation?</p> <p>13 -- LLC is number 3, and the</p> <p>14 first drug is listed oxycodone acetaminophen.</p> <p>15 A. That's correct.</p> <p>16 Q. And you provide the ANDA</p> <p>17 numbers.</p> <p>18 Did any other entity other than</p> <p>19 Actavis Totowa book any revenues from sales</p> <p>20 of that drug?</p> <p>21 A. Just to be clear on sales,</p> <p>22 Actavis Totowa, LLC, is the ANDA holder of</p> <p>23 that product. That does not necessarily mean</p> <p>24 they're the manufacturer, and they're</p> <p>25 certainly not the sales entity.</p>	<p style="text-align: right;">Page 34</p> <p>1 Q. Okay. That was why I was</p> <p>2 asking the prior question, which is -- and</p> <p>3 I'll ask it again.</p> <p>4 A. Sure.</p> <p>5 Q. Did any corporations, other</p> <p>6 than those listed here, have anything to do</p> <p>7 with the drugs listed below those</p> <p>8 corporations?</p> <p>9 A. Yes. And what I would like to</p> <p>10 submit as part of the folder is kind of a</p> <p>11 chronological order broken down between who</p> <p>12 holds the IP, who is the manufacturer and who</p> <p>13 is the entity that sold the products. It's a</p> <p>14 one-pager.</p> <p>15 Q. Is the -- the page up on the</p> <p>16 screen --</p> <p>17 A. That is correct.</p> <p>18 Q. -- reflect part of the</p> <p>19 one-pager?</p> <p>20 A. That is correct.</p> <p>21 Q. Okay. And you've done that for</p> <p>22 Norco and Kadian?</p> <p>23 A. That is correct.</p> <p>24 Q. What about for each of the</p> <p>25 other drugs listed in 43.1, the exhibit</p>
<p style="text-align: right;">Page 35</p> <p>1 you -- that was -- either you created or was</p> <p>2 created for you that you brought today?</p> <p>3 A. Sure.</p> <p>4 So in regard to the time when</p> <p>5 Watson acquired Actavis legacy, okay, the</p> <p>6 sales entity that we would have used, all our</p> <p>7 sales went through Watson Pharma, Inc., which</p> <p>8 is currently known as Allergan USA, Inc.,</p> <p>9 today.</p> <p>10 Q. And when the sales went through</p> <p>11 Watson Pharma, Inc. --</p> <p>12 A. Yes.</p> <p>13 Q. -- what entity booked revenue</p> <p>14 from those sales?</p> <p>15 A. Would have been Watson Pharma,</p> <p>16 Inc.</p> <p>17 Q. Not Watson Pharmaceuticals?</p> <p>18 A. No.</p> <p>19 Q. What entity would have spent</p> <p>20 money on research, development, marketing,</p> <p>21 cost of sales for those drugs?</p> <p>22 A. I don't know the specific</p> <p>23 entities.</p> <p>24 Q. I forgot to mention this</p> <p>25 before. If you want to take a break, as long</p>	<p style="text-align: right;">Page 36</p> <p>1 as it's not in the middle of any line of</p> <p>2 questioning, I'll be happy to give you that.</p> <p>3 A. I appreciate that.</p> <p>4 (Allergan-Kaufhold Exhibit 5</p> <p>5 marked for identification.)</p> <p>6 QUESTIONS BY MR. MELAMED:</p> <p>7 Q. I'm handing you what's been</p> <p>8 marked as Exhibit 5, and don't worry, I'm not</p> <p>9 going to ask you to go through the entire</p> <p>10 document.</p> <p>11 A. I appreciate that.</p> <p>12 Q. Exhibit 5 is the SEC Form 10-K</p> <p>13 for Watson Pharmaceuticals, Inc., for the</p> <p>14 fiscal year ended December 31, 2001.</p> <p>15 A. I see it.</p> <p>16 Q. If you turn to page 6, please.</p> <p>17 And the page numbers are -- I'm referring to</p> <p>18 the small pagination in the center of the</p> <p>19 bottom of the page.</p> <p>20 A. (Witness complies.)</p> <p>21 Q. And do you see the list of</p> <p>22 Watson-branded products near the top of</p> <p>23 page 6?</p> <p>24 A. Yes.</p> <p>25 Q. And you see that there are two</p>

<p style="text-align: right;">Page 37</p> <p>1 opioid-related products there?</p> <p>2 A. Yes.</p> <p>3 Q. Maxidone and Norco?</p> <p>4 A. I do.</p> <p>5 Q. Okay. Do you see that the --</p> <p>6 the sentence prior to that says, "We</p> <p>7 currently market a total of 20 branded</p> <p>8 product lines that we classify as general and</p> <p>9 pain management products, including the</p> <p>10 following"?</p> <p>11 A. Yes.</p> <p>12 Q. Who is "we" in that sentence?</p> <p>13 A. It refers to Watson</p> <p>14 Pharmaceutical, comma, Inc., and its indirect</p> <p>15 and direct subsidiaries.</p> <p>16 Q. So Watson Pharmaceuticals,</p> <p>17 comma, Inc., is reporting to the SEC and to</p> <p>18 its investors that it, Watson</p> <p>19 Pharmaceuticals, comma, Inc., and some of its</p> <p>20 subsidiaries market Maxidone and Norco as of</p> <p>21 the fiscal -- end of fiscal year 2001?</p> <p>22 MS. LEVY: Objection.</p> <p>23 You can answer.</p> <p>24 THE WITNESS: Okay. This is a</p> <p>25 consolidated financial, so it is a</p>	<p style="text-align: right;">Page 38</p> <p>1 collection of companies reporting up</p> <p>2 into the consolidated entity of Watson</p> <p>3 Pharmaceuticals, comma, Inc.</p> <p>4 QUESTIONS BY MR. MELAMED:</p> <p>5 Q. And that consolidated entity in</p> <p>6 its financial statements records revenues</p> <p>7 generated from the sales of those two drugs,</p> <p>8 correct?</p> <p>9 A. "That entity," could you</p> <p>10 clarify that, please?</p> <p>11 Q. Yes.</p> <p>12 Watson Pharmaceuticals, Inc.,</p> <p>13 the reporting entity here, reports in its</p> <p>14 financials sales from -- of Norco and</p> <p>15 Maxidone as of fiscal year 2001?</p> <p>16 A. On a consolidated basis.</p> <p>17 Q. And it also reports cost of</p> <p>18 sales for those two drugs, among others?</p> <p>19 A. On a consolidated basis.</p> <p>20 Q. Turn to page 7. You'll see</p> <p>21 that there is a similar list of off-patent</p> <p>22 pharmaceutical products.</p> <p>23 Do you see the list of drugs?</p> <p>24 A. Small 7 of 87?</p> <p>25 Q. Yes. No, I'm sorry, not small</p>
<p style="text-align: right;">Page 39</p> <p>1 7 of 87. It's small 8 of 87. It's page</p> <p>2 number 7 in the center.</p> <p>3 A. Thanks for the clarification.</p> <p>4 Yes.</p> <p>5 Q. Okay. And do you see that it</p> <p>6 lists several opioids, including hydrocodone</p> <p>7 bitartrate acetaminophen, two versions of</p> <p>8 that, and oxycodone acetaminophen?</p> <p>9 A. I do.</p> <p>10 Q. And you see in the full</p> <p>11 paragraph above that starts with "we are,"</p> <p>12 the Watson Pharmaceuticals, Inc., in this</p> <p>13 10-K is reporting that it develops,</p> <p>14 manufactures and sales off-patent</p> <p>15 pharmaceutical products?</p> <p>16 A. I do.</p> <p>17 Q. And you see that the products I</p> <p>18 just identified are amongst those off-patent</p> <p>19 pharmaceutical products that Watson</p> <p>20 Pharmaceutical, Inc., states -- Watson</p> <p>21 Pharmaceutical, Inc., states it develops,</p> <p>22 manufactures and sales?</p> <p>23 A. I do.</p> <p>24 Q. And I apologize, that should</p> <p>25 have been sells, not sales.</p>	<p style="text-align: right;">Page 40</p> <p>1 Turn back to page 3. Again,</p> <p>2 this is the 3 in the center of the bottom of</p> <p>3 the page in the overview.</p> <p>4 Do you see that the first</p> <p>5 paragraph states that this is Watson</p> <p>6 Pharmaceutical, Inc., Watson, is primarily</p> <p>7 engaged in the development, manufacture,</p> <p>8 marketing and distribution of patent and</p> <p>9 off-patent generic pharmaceutical products?</p> <p>10 A. I see that.</p> <p>11 Q. And you see that "we" is the</p> <p>12 first word in the next sentence?</p> <p>13 A. Yes.</p> <p>14 Q. Who is that "we" referring to</p> <p>15 in this sentence?</p> <p>16 A. It is referring to Watson</p> <p>17 Pharmaceuticals and its indirect and direct</p> <p>18 subsidiaries.</p> <p>19 Q. Where does it say that?</p> <p>20 A. It doesn't.</p> <p>21 Q. Okay. If you were to read this</p> <p>22 as somebody reading plain English, who would</p> <p>23 the "we" refer to?</p> <p>24 MS. LEVY: Objection to that</p> <p>25 question.</p>

<p style="text-align: right;">Page 41</p> <p>1 You can answer it.</p> <p>2 THE WITNESS: Again, with this</p> <p>3 document taking its context as being a</p> <p>4 consolidated financial, again, from a</p> <p>5 layman's perspective it's reporting on</p> <p>6 a group of entities.</p> <p>7 QUESTIONS BY MR. MELAMED:</p> <p>8 Q. Where does it define that group</p> <p>9 of entities in this document?</p> <p>10 MS. LEVY: Objection. You're</p> <p>11 going to have to let the witness read</p> <p>12 the document if you want him to answer</p> <p>13 about its contents.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. Do you know as you -- before</p> <p>16 you -- before flipping through it, and I'm</p> <p>17 not -- this isn't a gotcha.</p> <p>18 A. Sure.</p> <p>19 Q. If you come back and find it</p> <p>20 later, that's cool.</p> <p>21 Do you know as you sit here</p> <p>22 right now if this document defines the</p> <p>23 related entities, the consolidated entities</p> <p>24 that --</p> <p>25 A. I don't know that.</p>	<p style="text-align: right;">Page 42</p> <p>1 Q. Okay. If you identify it at a</p> <p>2 later point, I'm happy to -- you know, please</p> <p>3 clarify your testimony.</p> <p>4 A. Sure.</p> <p>5 Q. I'm not going to hold you to</p> <p>6 the guess if you're able to identify them.</p> <p>7 Which of the Allergan-related</p> <p>8 entities -- and when I use that today, I'm</p> <p>9 trying -- please ask me if I'm not being</p> <p>10 clear --</p> <p>11 A. Sure.</p> <p>12 Q. -- but I'm trying to refer to</p> <p>13 all of the predecessors, successors,</p> <p>14 subsidiaries, 1995 on, all the companies that</p> <p>15 have been rolled up --</p> <p>16 A. Understood.</p> <p>17 Q. -- and potentially later sold.</p> <p>18 Which made contributions on its</p> <p>19 behalf or its parent's behalf or a</p> <p>20 subsidiary's behalf to federal politicians to</p> <p>21 lobby?</p> <p>22 A. I don't know.</p> <p>23 Q. Which actually engaged in</p> <p>24 hiring lobbyists?</p> <p>25 A. I don't have that information.</p>
<p style="text-align: right;">Page 43</p> <p>1 MS. LEVY: Objection. This is</p> <p>2 beyond the scope of the topics he's</p> <p>3 being designated on.</p> <p>4 QUESTIONS BY MR. MELAMED:</p> <p>5 Q. Which participated directly in</p> <p>6 lobbying?</p> <p>7 MS. LEVY: Same objection.</p> <p>8 THE WITNESS: I don't know.</p> <p>9 MS. LEVY: Beyond the scope of</p> <p>10 what he is -- let me finish my</p> <p>11 objection.</p> <p>12 Beyond the scope of what this</p> <p>13 witness is being designated on.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. Do you know which made payments</p> <p>16 of any type?</p> <p>17 And by "any type" I'm meaning</p> <p>18 membership payments, sponsorship payments,</p> <p>19 donation payments, to the American Pain</p> <p>20 Foundation.</p> <p>21 MS. LEVY: Same objection.</p> <p>22 This is -- you're welcome to spend as</p> <p>23 much time as you want on this, but</p> <p>24 this is beyond the scope of the three</p> <p>25 topics that he is designated for.</p>	<p style="text-align: right;">Page 44</p> <p>1 MR. MELAMED: Fair enough. You</p> <p>2 can object and then --</p> <p>3 MS. LEVY: Go ahead.</p> <p>4 THE WITNESS: I don't know.</p> <p>5 QUESTIONS BY MR. MELAMED:</p> <p>6 Q. Okay. What about American</p> <p>7 Academy of Pain Medicine?</p> <p>8 MS. LEVY: Same objection.</p> <p>9 THE WITNESS: I don't know.</p> <p>10 QUESTIONS BY MR. MELAMED:</p> <p>11 Q. American Pain Society?</p> <p>12 MS. LEVY: Same objection.</p> <p>13 THE WITNESS: I don't know.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. Federation of State Medical</p> <p>16 Boards?</p> <p>17 MS. LEVY: Same objection.</p> <p>18 THE WITNESS: I don't know.</p> <p>19 QUESTIONS BY MR. MELAMED:</p> <p>20 Q. Alliance for Patient Access?</p> <p>21 MS. LEVY: Objection. Beyond</p> <p>22 the scope.</p> <p>23 You may answer.</p> <p>24 THE WITNESS: I don't know.</p> <p>25</p>

<p style="text-align: right;">Page 45</p> <p>1 QUESTIONS BY MR. MELAMED:</p> <p>2 Q. US Pain Foundation?</p> <p>3 MS. LEVY: Same objection.</p> <p>4 THE WITNESS: I don't know.</p> <p>5 QUESTIONS BY MR. MELAMED:</p> <p>6 Q. US Geriatrics Society?</p> <p>7 MS. LEVY: Same objection.</p> <p>8 THE WITNESS: I don't know.</p> <p>9 (Allergan-Kaufhold Exhibit 6</p> <p>10 marked for identification.)</p> <p>11 QUESTIONS BY MR. MELAMED:</p> <p>12 Q. I'm handing you what's been</p> <p>13 marked as Exhibit 6.</p> <p>14 Exhibit 6 is a -- an SEC Form</p> <p>15 10-K for the fiscal year ended December 31,</p> <p>16 2005, for Watson Pharmaceuticals, Inc.</p> <p>17 Turn to page -- let's see how</p> <p>18 it's paginated. Unfortunately, the</p> <p>19 pagination on this one is in the middle of</p> <p>20 the page.</p> <p>21 A. I see that.</p> <p>22 Q. Okay. So it's going to be the</p> <p>23 second page but is actually on the paginated</p> <p>24 page 3. So we're looking at the -- under the</p> <p>25 table of contents, part 1.</p>	<p style="text-align: right;">Page 46</p> <p>1 Do you see the business</p> <p>2 overview?</p> <p>3 A. I do.</p> <p>4 Q. Okay. And you see that Watson</p> <p>5 Pharmaceuticals, Inc., here is defined --</p> <p>6 "we" and "us" and "our" is defined as Watson</p> <p>7 Pharmaceuticals, Inc., for purposes of this</p> <p>8 document, correct?</p> <p>9 A. That is correct.</p> <p>10 Q. If you just turn the page one</p> <p>11 page, you see a listing of some, but not all,</p> <p>12 of Watson's generic products, correct?</p> <p>13 A. Correct.</p> <p>14 Q. And amongst those there are</p> <p>15 several opioids, correct?</p> <p>16 A. Correct.</p> <p>17 Q. And I see hydrocodone</p> <p>18 bitartrate acetaminophen, which is comparable</p> <p>19 to brand name Lorcet; hydrocodone bitartrate</p> <p>20 acetaminophen, comparable to Vicodin, and</p> <p>21 then the same comparable to Lortab, and then</p> <p>22 the same comparable to Norco; and then</p> <p>23 oxycodone acetaminophen, comparable to</p> <p>24 Percocet; oxycodone HCL, comparable to</p> <p>25 OxyContin, correct?</p>
<p style="text-align: right;">Page 47</p> <p>1 A. Correct.</p> <p>2 Q. And you see that it refers --</p> <p>3 above that it refers to those generic drugs</p> <p>4 and others as "our portfolio of generic</p> <p>5 pharmaceutical products," correct?</p> <p>6 A. Correct.</p> <p>7 Q. If you -- let's go back a page</p> <p>8 under business description.</p> <p>9 You see it says there,</p> <p>10 "Prescription pharmaceutical products in the</p> <p>11 US generally are marketed as either generic</p> <p>12 or brand pharmaceuticals." Describes what</p> <p>13 generic and brand pharmaceuticals refer to,</p> <p>14 and then it says, "As a result of the</p> <p>15 differences between these two types of</p> <p>16 products, we operate and manage our business</p> <p>17 as two segments: Generic and brand,"</p> <p>18 correct?</p> <p>19 A. Correct.</p> <p>20 Q. So when we were just talking</p> <p>21 about the drugs on the next page, we were</p> <p>22 talking about the Watson Pharmaceuticals,</p> <p>23 Incorporated, brand -- I'm sorry, generic</p> <p>24 segment, correct?</p> <p>25 A. That's what it -- yes, generic</p>	<p style="text-align: right;">Page 48</p> <p>1 products, generic segment, yes.</p> <p>2 Q. If you find the bottom -- if</p> <p>3 you find what's marked, paginated, with</p> <p>4 page 5 in the middle of the page and then you</p> <p>5 look directly below that, do you see a list</p> <p>6 of Watson brand products?</p> <p>7 A. Yes.</p> <p>8 Q. Okay. And you see that Norco</p> <p>9 is listed as a Watson brand product?</p> <p>10 A. I do.</p> <p>11 Q. And you see that preceding the</p> <p>12 10-K says "our," meaning Watson</p> <p>13 Pharmaceuticals, Incorporated, "portfolio of</p> <p>14 brand pharmaceutical products includes," and</p> <p>15 then amongst the drugs it includes is Norco,</p> <p>16 correct?</p> <p>17 A. Correct.</p> <p>18 MS. LEVY: Objection to the</p> <p>19 form.</p> <p>20 Wait for me to object before</p> <p>21 you answer.</p> <p>22 You can answer.</p> <p>23 THE WITNESS: Yes.</p> <p>24 QUESTIONS BY MR. MELAMED:</p> <p>25 Q. And if you look at the prior</p>

<p style="text-align: right;">Page 49</p> <p>1 paragraph, it says, "Our sales and marketing 2 groups have targeted selected therapeutic 3 areas," correct? 4 A. Yes. 5 Q. And it is -- those selected 6 therapeutic areas are reflected in some of 7 the drugs, including Norco listed below, 8 correct? 9 A. Yes. 10 Q. I'm sorry to go out of order. 11 Let's go back to page 3 for a second. 12 Above the generics table, do 13 you see the header "generic pharmaceutical 14 products"? 15 A. Yes. 16 Q. Do you see that it's -- the 17 10-K states, "Watson is a leader in the 18 development, manufacture and sale of generic 19 pharmaceutical products," correct? 20 A. Yes. 21 Q. So costs associated with the 22 development, manufacture and sale of Watson 23 Pharmaceuticals, Incorporated, generic 24 opioids would be reflected on Watson 25 Pharmaceutical, Incorporated's financial</p>	<p style="text-align: right;">Page 50</p> <p>1 statements, correct? 2 A. On a consolidated basis. 3 Q. Similarly, revenues would be -- 4 for branded opioid sales such as Norco, 5 referenced in this document, would be 6 recorded on Watson Pharmaceutical, 7 Incorporated's financial statements, correct? 8 A. On a consolidated basis. 9 Q. This is the fiscal year 2005 10 10-K. 11 Can you tell me which entity 12 owned the NDA for Norco at that time? And 13 feel free to refer back to the chart. 14 A. Sure. I'd have to refer back 15 to the chart. 16 So in -- I'll call your 17 attention to page 5 of the -- 18 Q. Uh-huh. 19 A. -- grid chart. The holders of 20 the Norco ANDAs 2005 was Watson Laboratories, 21 comma, Inc. 22 Q. Which is the entity that is the 23 reporting entity in Exhibit 6 that we've been 24 speaking about, correct? 25 A. No.</p>
<p style="text-align: right;">Page 51</p> <p>1 Q. What is the difference between 2 the reporting entity in Exhibit 6 and the 3 holder in 2005? 4 A. Sure. 5 The holder of the ANDA was a 6 company called Watson Laboratories, comma, 7 Inc., which is an indirect subsidiary of the 8 top parent company of Watson Pharmaceuticals, 9 comma, Inc., whose only assets is the net 10 investment in the subsidiaries below it. 11 Q. Understood. 12 Who were the executive officers 13 of Watson Laboratories, comma, Inc., in 14 fiscal year 2005? 15 A. Watson Pharmaceuticals, comma, 16 Inc. -- 17 Q. Uh-huh. 18 A. -- you're referring to? 19 We've listed those on page 10. 20 We've actually provided years when -- who 21 were the officers and who were the directors. 22 Q. Okay. And that's for Watson 23 Pharmaceuticals, comma, Inc.? 24 A. Comma, Inc., that is correct. 25 Q. What about Watson Laboratories,</p>	<p style="text-align: right;">Page 52</p> <p>1 comma, Inc.? 2 A. Watson. 3 Bottom of page 8, top of 4 page 9, we provided here who the director, 5 officers, were as of 2012 and 2013. 6 Q. Okay. But not the directors as 7 of 2005; is that correct? 8 A. That is correct. 9 Q. And I see Watson Laboratories, 10 Inc., the list -- the name is all the way at 11 the bottom of page 8, but the actual list 12 appears complete on page 9, correct? 13 A. That's correct. 14 Q. Okay. The officers -- the 15 director is singular. It's Paul Bisaro. 16 Was he also the director of -- 17 just want to make sure I get the name 18 right -- of Watson Pharmaceuticals, Inc., at 19 that time? Or "a" director of Watson 20 Pharmaceutical, Inc.? 21 A. I'd have to refer back to the 22 10-K since this was before my time. 23 Q. Do you know -- I'm happy to let 24 you do that. 25 Do you know whether the</p>

<p style="text-align: right;">Page 53</p> <p>1 officers of Watson Laboratories, Inc., were</p> <p>2 coextensive with the officers of Watson</p> <p>3 Pharmaceuticals, Inc., at that time?</p> <p>4 A. Could you repeat that, please?</p> <p>5 Q. Do you know if the directors of</p> <p>6 the two entities we're talking about were the</p> <p>7 same?</p> <p>8 A. Between Watson Pharmaceutical,</p> <p>9 comma, Inc., and --</p> <p>10 Q. And Watson Laboratories, Inc.</p> <p>11 A. No, they would not be the same.</p> <p>12 And actually, just to clarify</p> <p>13 here in regard to Paul Bisaro, who I listed</p> <p>14 in 2012, he's not listed in '05. I believe</p> <p>15 he joined the company sometime in the '07,</p> <p>16 '08 time frame.</p> <p>17 Q. Okay. In 2012, do you know,</p> <p>18 without looking at the -- at a K -- and if we</p> <p>19 have to, we'll get there -- but do you know</p> <p>20 whether Paul Bisaro was an officer of Watson</p> <p>21 Pharmaceuticals, Inc.?</p> <p>22 A. He would be -- at 2012 he would</p> <p>23 be the CEO, president, of Watson</p> <p>24 Pharmaceutical, comma, Inc.</p> <p>25 Q. So as of 2012, he was both a</p>	<p style="text-align: right;">Page 54</p> <p>1 director of Watson Pharmaceuticals, Inc., and</p> <p>2 Watson Laboratories, Inc., correct?</p> <p>3 A. That is correct.</p> <p>4 Q. Same in 2013?</p> <p>5 A. That would be -- that would be</p> <p>6 correct.</p> <p>7 Q. What about the other -- just</p> <p>8 sticking with these listed officers on page 9</p> <p>9 of the exhibit you prepared, are each of</p> <p>10 these officers of Watson Laboratories, Inc.,</p> <p>11 as of these dates in -- on July 24, 2012,</p> <p>12 also officers of Watson Pharmaceuticals,</p> <p>13 Inc., as of that date?</p> <p>14 A. I don't have that information.</p> <p>15 Q. You don't know; is this</p> <p>16 correct?</p> <p>17 A. I don't know.</p> <p>18 (Allergan-Kaufhold Exhibit 7</p> <p>19 marked for identification.)</p> <p>20 QUESTIONS BY MR. MELAMED:</p> <p>21 Q. I'm handing you what's been</p> <p>22 marked as Exhibit 7.</p> <p>23 Exhibit 7 is SEC Form 10-K for</p> <p>24 Actavis, Inc., for the fiscal year ended</p> <p>25 December 31, 2012?</p>
<p style="text-align: right;">Page 55</p> <p>1 A. Actavis, comma, Inc., yes.</p> <p>2 Q. Actavis, comma, Inc.</p> <p>3 And you see that the address</p> <p>4 for the principal executive offices is in the</p> <p>5 Morris Corporate Center in Parsippany, New</p> <p>6 Jersey?</p> <p>7 A. Yes.</p> <p>8 Q. If you'd turn to page 3, and</p> <p>9 here the pagination does align with the</p> <p>10 pages, which is helpful.</p> <p>11 In the business overview, it</p> <p>12 reflects that Watson Pharmaceuticals, Inc.,</p> <p>13 completed the acquisition of Actavis Group in</p> <p>14 2012, correct?</p> <p>15 A. That is correct.</p> <p>16 Q. What are the entities in</p> <p>17 Actavis Group?</p> <p>18 A. I think probably the easiest</p> <p>19 way to refer to that since it's numerous is</p> <p>20 in one of the pictorials that we've provided.</p> <p>21 And I'm referring to Allergan PLC and</p> <p>22 subsidiaries as of August 2, 2016.</p> <p>23 I also, just as a reference,</p> <p>24 given the, you know, the transformation of</p> <p>25 the business, you know, really since November</p>	<p style="text-align: right;">Page 56</p> <p>1 of 2012, there is a bigger chart in there</p> <p>2 that steps through the history and the</p> <p>3 evolution of the Actavis Group from the time</p> <p>4 Watson Pharmaceutical, Inc., acquired it and</p> <p>5 the other subsequent transformational</p> <p>6 transactions as well, too.</p> <p>7 Q. Okay. So just to be clear for</p> <p>8 the record, the August 2, 2016 chart you were</p> <p>9 referring to has a Bates number which is</p> <p>10 ALLERGAN_MDL_03674501, correct?</p> <p>11 A. That is correct.</p> <p>12 Q. Okay. And -- all right. And</p> <p>13 just so the record's clear, I'm going to mark</p> <p>14 the larger chart that you gave me as a</p> <p>15 separate document. So when I -- when I --</p> <p>16 this exhibit will appear in two places. It</p> <p>17 will be in the collection of materials you</p> <p>18 gave to me earlier, but it will also be a</p> <p>19 standalone, single-page document.</p> <p>20 A. Understood.</p> <p>21 Q. Do you want to trade so you can</p> <p>22 have the marked exhibit, as long as you</p> <p>23 haven't written on it?</p> <p>24 A. No. Good.</p> <p>25 Q. And I've marked that as</p>

<p style="text-align: right;">Page 57</p> <p>1 Exhibit 8. 2 (Allergan-Kaufhold Exhibit 8 3 marked for identification.) 4 QUESTIONS BY MR. MELAMED: 5 Q. So I just want to very briefly 6 talk through this. I think it's pretty 7 self-explanatory. 8 A. Sure. 9 Q. There are a lot of people on 10 the phone, and I want to make sure the 11 record's clear. 12 So the Actavis Group acquires a 13 company called Amide or Amide 14 Pharmaceuticals; is that correct? 15 A. That is -- it -- it buys the 16 manufacturing facility Purepac -- 17 Q. Okay. 18 A. -- from Alpharma generic. 19 Q. Okay. And is Amide that 20 manufacturing facility, or is that something 21 different? 22 A. That's something different. 23 Purepac was the manufacturer. 24 MS. LEVY: I think it's Amide. 25 I'm not sure. Maybe I'm southern, but</p>	<p style="text-align: right;">Page 58</p> <p>1 that's the way I say it. 2 MR. MELAMED: I will refer to 3 it as Amide. 4 QUESTIONS BY MR. MELAMED: 5 Q. And Amide had an ANDA for 6 oxycodone hydrochloride tablets, is that 7 correct, at the time it was acquired? 8 A. I believe I listed -- they 9 became -- it would have been the Kadian 10 product. 11 Q. Keep that chart out. I'm going 12 to hand you another exhibit to look at 13 briefly. 14 (Allergan-Kaufhold Exhibit 9 15 marked for identification.) 16 QUESTIONS BY MR. MELAMED: 17 Q. This is marked as Exhibit 9. 18 Exhibit 9 is a letter from the 19 Department of Health and Human Services dated 20 February 6, 2004, to Amide Pharmaceutical 21 concluding that its ANDA for oxycodone 22 hydrochloride tablets is safe and effective 23 for use as recommended in the submitted 24 labeling. 25 Do you see that?</p>
<p style="text-align: right;">Page 59</p> <p>1 A. I do. 2 Q. When -- now, if you return to 3 the chart, when the Actavis Group acquired 4 Amide Pharmaceuticals, it also acquired the 5 ANDA for oxycodone hydrochloride tablets, 6 correct? 7 A. I see that on a list on the 8 grid. 9 Q. Okay. What is in the Actavis 10 Group as reflected on the chart you've 11 prepared? What entities? 12 A. Sure. What I'll refer to is 13 the other chart that I provided, and this is 14 the one that's the Allergan PLC and 15 subsidiaries at August 2, 2006. We refer 16 that to MDL_03674504. 17 And if I refer to page 4 of 18 6 -- 19 Q. It's dated August 2nd -- 20 A. 2nd. 21 Q. 2016? 22 A. 2016, that is correct. 23 Q. Okay. 24 A. Okay. I'm just going to mark 25 this as an exhibit. If you wouldn't mind</p>	<p style="text-align: right;">Page 60</p> <p>1 trading again so everybody can be clear what 2 we're talking about. 3 (Allergan-Kaufhold Exhibit 10 4 marked for identification.) 5 QUESTIONS BY MR. MELAMED: 6 Q. Okay. So page 4 of 6 has the 7 Bate stamp at the bottom, 8 ALLERGAN_MDL_03674504; is that correct? 9 A. That is correct. 10 Q. And this is dated 2016, 11 correct? 12 A. That is correct. 13 Q. So I just want to be clear. 14 What I was asking about, if you look at the 15 chart you created -- 16 A. Yes. 17 Q. -- Actavis Group is labeled in 18 the upper left, and the first date associated 19 with that is 2005 on the chart you created, 20 correct? 21 A. That is correct, yes. 22 Q. It actually preexisted that 23 date, right? That was the date it entered 24 the opioids market. So Actavis Group existed 25 as an entity prior to 2005?</p>

<p style="text-align: right;">Page 61</p> <p>1 A. That is correct.</p> <p>2 Q. What entities were in the</p> <p>3 Actavis Group when it entered the opioid</p> <p>4 market?</p> <p>5 A. I don't have that information</p> <p>6 here.</p> <p>7 Q. Okay. So returning to the</p> <p>8 chart you created, when did the Actavis Group</p> <p>9 become Actavis, Inc., to which -- the one</p> <p>10 that has the dotted line with the Kadian</p> <p>11 investment in it?</p> <p>12 A. So the Actavis Group was</p> <p>13 acquired by Watson Pharmaceutical, comma,</p> <p>14 Inc., in October of 2012, okay? At that</p> <p>15 point in time, the combined entity, the name</p> <p>16 was changed from Watson Pharmaceutical,</p> <p>17 comma, Inc., to Actavis, comma, Inc.</p> <p>18 Q. Okay. Do you see how there are</p> <p>19 two Actavis, comma, Inc.s, on the chart that</p> <p>20 you created?</p> <p>21 There is the one that was</p> <p>22 created in October 2013, and then there is</p> <p>23 one above it --</p> <p>24 A. Right.</p> <p>25 Q. -- to which Kadian appears to</p>	<p style="text-align: right;">Page 62</p> <p>1 be divested in December 2008, correct?</p> <p>2 A. The -- so the Kadian divested</p> <p>3 was King Pharma -- King Alpharma divesting</p> <p>4 the Kadian product. So King was acquiring</p> <p>5 Alpharma. Kadian was divested. Actavis,</p> <p>6 Inc., prior to the acquisition of that</p> <p>7 company by Watson Pharmaceutical, comma,</p> <p>8 Inc., since that happened in 2008, that</p> <p>9 product became part of legacy Actavis, as we</p> <p>10 refer it to.</p> <p>11 Then Watson Pharmaceutical,</p> <p>12 comma, Inc., acquired that company in October</p> <p>13 of 2012. We rebranded the company to</p> <p>14 Actavis, comma, Inc.</p> <p>15 And then subsequent to that, in</p> <p>16 October of 2013, Actavis, Inc., acquired a</p> <p>17 company by the name of Warner Chilcott PLC.</p> <p>18 Q. Understood.</p> <p>19 I just want to make clear, the</p> <p>20 thing I'm not -- I'm clear on the</p> <p>21 October 2013 --</p> <p>22 A. Okay.</p> <p>23 Q. -- renaming of Actavis, Inc.</p> <p>24 Watson acquires Actavis,</p> <p>25 something, and decides to rename it Actavis,</p>
<p style="text-align: right;">Page 63</p> <p>1 Inc.</p> <p>2 Is that essentially correct?</p> <p>3 A. Renamed it Actavis, comma, Inc.</p> <p>4 Q. Actavis, comma, Inc.</p> <p>5 What is the entity that Watson</p> <p>6 Pharmaceuticals, Inc., acquired called?</p> <p>7 A. I believe it was the Actavis</p> <p>8 Group.</p> <p>9 Q. What are the entities in the</p> <p>10 Actavis Group?</p> <p>11 A. I don't have that information.</p> <p>12 Q. Okay. Warner Chilcott was an</p> <p>13 Irish company, correct?</p> <p>14 A. Excuse me.</p> <p>15 Q. Warner Chilcott was an Irish</p> <p>16 company?</p> <p>17 A. Was, yes.</p> <p>18 Q. And after Actavis, Inc.,</p> <p>19 acquired Warner -- let me withdraw that.</p> <p>20 I'll get to that a little later.</p> <p>21 A. Sure.</p> <p>22 Q. So this chart, you -- did you</p> <p>23 create this chart?</p> <p>24 A. At my direction, the attorneys</p> <p>25 created this.</p>	<p style="text-align: right;">Page 64</p> <p>1 Q. Okay. So your outside counsel</p> <p>2 created this at your direction?</p> <p>3 A. That is correct.</p> <p>4 Q. Okay. And this reflects the</p> <p>5 corporate entities, the Allergan-related</p> <p>6 corporate entities, that had involvement in</p> <p>7 the US opioid market through time; is that</p> <p>8 correct?</p> <p>9 A. That would be correct.</p> <p>10 Q. Before we were looking at the</p> <p>11 10-K for fiscal year 2012. Can you remind me</p> <p>12 what exhibit that was? I'm sorry that I</p> <p>13 don't have it.</p> <p>14 A. It was Exhibit 7.</p> <p>15 Q. Okay. If you turn to part 1,</p> <p>16 page 3, you'll see the business overview.</p> <p>17 The first paragraph pertains to the -- one of</p> <p>18 the transactions you were just talking about,</p> <p>19 correct?</p> <p>20 A. Yes.</p> <p>21 Q. And that transaction being</p> <p>22 Watson Pharmaceuticals, Inc., acquired</p> <p>23 Actavis Group in October of 2012, correct?</p> <p>24 A. Correct.</p> <p>25 Q. Watson then subsequently</p>

<p style="text-align: right;">Page 65</p> <p>1 changed its name to Actavis, Inc., in early 2 2013, right?</p> <p>3 A. Changed the name to Actavis, 4 comma, Inc., yes.</p> <p>5 Q. Actavis, comma, Inc. 6 Is there an entity called 7 Actavis Inc. without a comma?</p> <p>8 A. There is.</p> <p>9 Q. Can you explain where they fit 10 into this corporate structure?</p> <p>11 A. I'll just have to refer to the 12 chart.</p> <p>13 On this chart, Actavis Inc., I 14 believe, is -- on this chart is known as 15 Actavis, LLC. So Actavis Inc. was the old 16 Actavis US business that was acquired.</p> <p>17 So the legacy business name was 18 Actavis Inc. The top parent company, Watson 19 Pharmaceutical, comma, Inc., changed its name 20 to Actavis, comma, Inc. So the difference 21 between the two companies is the comma.</p> <p>22 Q. And the difference is that the 23 non-comma -- what you're testifying is that 24 the non-comma company, Actavis Inc., was a 25 subsidiary of Watson Pharmaceuticals, Inc.?</p>	<p style="text-align: right;">Page 66</p> <p>1 A. It was an indirect subsidiary 2 of Watson Pharmaceutical, comma, Inc.</p> <p>3 Q. Indirect subsidiary, you're 4 talking about for tax purposes?</p> <p>5 A. From an ownership perspective. 6 It's not a direct, hundred-percent owned 7 subsidiary of Watson Pharmaceutical, comma, 8 Inc.</p> <p>9 Q. Okay. We can turn back to 10 Exhibit 7, which is the 10-K from fiscal year 11 2012 of Actavis, Inc. And we were just going 12 over the business overview, and we'd 13 established that Watson Pharmaceuticals, 14 Inc., had completed the acquisition of 15 Actavis Group.</p> <p>16 And am I correct then that when 17 this 10-K says Watson Pharmaceuticals, Inc., 18 completed the acquisition of Actavis Group, 19 it acquired a company that is also known as 20 Actavis, no comma, Inc.?</p> <p>21 A. Watson Pharmaceutical, comma, 22 Inc., completed the acquisition of the 23 Actavis Group.</p> <p>24 Q. And is the Actavis Group 25 Actavis, no comma, Inc., or no? Am I</p>
<p style="text-align: right;">Page 67</p> <p>1 misunderstanding?</p> <p>2 A. Actavis Inc. -- I'm just 3 thinking on the international side since 4 Actavis Group would have had international 5 operations as well. Actavis Inc. might just 6 refer to the US part of that entity.</p> <p>7 Q. At this point you're not sure?</p> <p>8 A. No.</p> <p>9 Q. Okay. If you -- if at a break 10 or whenever you figure this out --</p> <p>11 A. Sure.</p> <p>12 Q. -- please let me know.</p> <p>13 A. I will.</p> <p>14 Q. So returning to the business 15 overview in the -- in Exhibit 7, you see that 16 Watson Pharmaceuticals, Inc., changes 17 its ticker symbol from WPI to ACT in January 18 2013, correct?</p> <p>19 A. Correct.</p> <p>20 Q. And then the document names 21 Actavis, Inc. -- it defines Actavis, Inc. as 22 Actavis, the company, we, us, our, for 23 purposes of the 10-K, correct?</p> <p>24 A. Actavis, comma, Inc., yes, is 25 defined as that.</p>	<p style="text-align: right;">Page 68</p> <p>1 Q. Thanks for clarifying that.</p> <p>2 And you see that Actavis, 3 comma, Inc., describes itself as a global 4 specialty pharmaceutical company engaged in 5 the development, manufacturing, marketing, 6 sale and distribution of generic-branded, 7 generic -- I'm sorry, let me state that more 8 clearly -- of generic, comma, branded 9 generic, comma, brand biosimilar and 10 over-the-counter pharmaceutical products?</p> <p>11 A. Yes.</p> <p>12 Q. And those include opioids, both 13 branded and generic, correct?</p> <p>14 A. Correct.</p> <p>15 Q. If you turn to page 4, near the 16 top you'll see that the acquisition of 17 Actavis Group resulted in the company 18 becoming the third largest global generics 19 pharmaceutical company, correct?</p> <p>20 It's the first sentence of the 21 first full paragraph.</p> <p>22 A. I see that, yes.</p> <p>23 Q. Okay. If you turn to page 8, 24 you see another list of generic products, and 25 the drugs named in this list, according to</p>

<p style="text-align: right;">Page 69</p> <p>1 the preceding paragraph, reflected</p> <p>2 approximately 50 -- I'm sorry, 57 percent of</p> <p>3 the Actavis pharma segment product revenues</p> <p>4 in 2012, correct?</p> <p>5 A. Correct.</p> <p>6 Q. And those included opioids --</p> <p>7 the opioids fentanyl transdermal system,</p> <p>8 hydrocodone bitartrate acetaminophen,</p> <p>9 morphine sulfate, oxycodone hydrochloride and</p> <p>10 acetaminophen, correct?</p> <p>11 A. Correct.</p> <p>12 Q. And again, the sentence at the</p> <p>13 beginning -- just preceding the list of drugs</p> <p>14 refers to "our" US portfolio, correct?</p> <p>15 A. Correct.</p> <p>16 Q. And "our" has been previously</p> <p>17 defined as Actavis, Inc., correct?</p> <p>18 A. Has been defined as Actavis,</p> <p>19 comma, Inc.</p> <p>20 Q. Thank you for the</p> <p>21 clarification. We might need to go over that</p> <p>22 a few times.</p> <p>23 A. Yes. Yes.</p> <p>24 Q. If you turn to page 12, do you</p> <p>25 see the section titled "Anda distribution</p>	<p style="text-align: right;">Page 70</p> <p>1 segment"?</p> <p>2 A. Yes.</p> <p>3 Q. And again, it refers to "our</p> <p>4 Anda distribution business."</p> <p>5 Do you see that?</p> <p>6 A. I do.</p> <p>7 Q. And "our" means Actavis, comma,</p> <p>8 Inc., correct?</p> <p>9 A. Could you rephrase that or</p> <p>10 repeat that, please?</p> <p>11 Q. Sure. It's just the definition</p> <p>12 of "our" again.</p> <p>13 "Our" there refers to Actavis,</p> <p>14 comma, Inc., in this context, correct?</p> <p>15 A. "Our" -- that's what "our"</p> <p>16 refers to.</p> <p>17 Q. And the Anda distribution</p> <p>18 business distributed prescription opioids,</p> <p>19 correct?</p> <p>20 A. The legal entity of Anda did,</p> <p>21 yes.</p> <p>22 Q. I'm just asking about the Anda</p> <p>23 distribution business as -- as named here.</p> <p>24 A. Yes.</p> <p>25 Q. Okay. And it had -- if you</p>
<p style="text-align: right;">Page 71</p> <p>1 look a couple paragraphs down toward the end</p> <p>2 of that section on Anda, it reflects that as</p> <p>3 of 2012, fiscal year 2012, the Anda</p> <p>4 distribution business distributed products</p> <p>5 from facilities in Florida, Ohio,</p> <p>6 Mississippi, and then a small volume from</p> <p>7 Puerto Rico, correct?</p> <p>8 A. Correct.</p> <p>9 Q. If you turn to page F 48 in the</p> <p>10 financials, you see that this page reports</p> <p>11 the segment revenues, operating expenses, et</p> <p>12 cetera?</p> <p>13 A. Yes.</p> <p>14 Q. Okay. And so the Actavis</p> <p>15 Pharma segment contains revenues and</p> <p>16 operating expenses reflecting Actavis, comma,</p> <p>17 Incorporated's, generic opioids, correct?</p> <p>18 A. Correct.</p> <p>19 Q. And its specialty brand segment</p> <p>20 includes revenues and operating expenses from</p> <p>21 Actavis, comma, Inc.'s, branded opioids,</p> <p>22 correct?</p> <p>23 A. Yes.</p> <p>24 Q. And Anda distribution segments</p> <p>25 revenues and operating expenses reflect</p>	<p style="text-align: right;">Page 72</p> <p>1 revenues and expenses from the distribution</p> <p>2 of both -- of Actavis, comma, Inc.'s, generic</p> <p>3 and branded opioids, correct?</p> <p>4 A. It might -- no, it would not be</p> <p>5 all the sales of the products. There was</p> <p>6 other distribution centers.</p> <p>7 Q. Let me rephrase the question.</p> <p>8 A. Yeah.</p> <p>9 Q. Some of Anda distribution</p> <p>10 segments, revenues and expenses reflect</p> <p>11 revenues and expenses derived from the sale</p> <p>12 of Actavis, comma, Inc.'s, generic and</p> <p>13 branded opioids; is that correct?</p> <p>14 MS. LEVY: Object to the form.</p> <p>15 THE WITNESS: It reflects the</p> <p>16 sales of the indirect subsidiary of</p> <p>17 Actavis, comma, Inc., that booked the</p> <p>18 sales. These are consolidated</p> <p>19 financial statements, so this is on --</p> <p>20 reporting on the group.</p> <p>21 QUESTIONS BY MR. MELAMED:</p> <p>22 Q. Uh-huh. And this is described</p> <p>23 in the 10-K as a reporting segment, correct?</p> <p>24 A. This is a reporting segment,</p> <p>25 yes.</p>

<p style="text-align: right;">Page 73</p> <p>1 Q. And Anda, also at this point in 2 time, distributed opioid -- prescription 3 opioids manufactured by other companies aside 4 from Actavis, comma, Inc.; is that correct? 5 A. I don't have direct knowledge 6 of that. 7 Q. There's no reason to say that 8 you believe that's not so; you just don't 9 know? 10 A. I don't know. 11 MR. MELAMED: Let's go off the 12 record. 13 VIDEOGRAPHER: The time is 14 1:25 p.m. Going off the record. 15 (Off the record at 1:25 p.m.) 16 VIDEOGRAPHER: Okay. We are 17 back on the record. The time is 18 1:39 p.m. 19 QUESTIONS BY MR. MELAMED: 20 Q. All right. I want you to pull 21 back out the Actavis, comma, Inc., Form 10-K 22 for the year ended December 31, 2012, which I 23 believe is -- 24 A. 7. 25 Q. Thank you. Exhibit 7.</p>	<p style="text-align: right;">Page 74</p> <p>1 And turn to page 77. 2 Do you see it lists the 3 executive officers of the registrant? 4 A. Yes. 5 Q. And it lists Paul Bisaro, 6 Sigurder Olfasson, G. Frederick Wilkinson, 7 Robert Stewart, R. Todd Joyce, David Buchen, 8 Charles Mayr and Patrick Eagan? 9 A. Correct. 10 (Allergan-Kaufhold Exhibit 11 11 marked for identification.) 12 QUESTIONS BY MR. MELAMED: 13 Q. Okay. I'm going to hand you 14 what's been marked as Exhibit 11. 15 Exhibit 11 is -- is the Form 16 10-K for Actavis PLC for the year ended 2013? 17 A. Yes. 18 Q. If you'd turn to page 98. 19 A. I'm on 98. 20 Q. And you see the executive 21 officers of the registrant listed? 22 A. I do. 23 Q. And you see that each of the 24 executive officers, with the exception of 25 one, was an executive officer of Actavis,</p>
<p style="text-align: right;">Page 75</p> <p>1 comma, Inc., the year before, correct? 2 A. That is correct. 3 Q. The only difference being James 4 D'Arecca or D'Arecca -- 5 A. D'Arecca. 6 Q. D'Arecca, thank you. 7 -- was added as an executive in 8 2013 of Allergan PLC, correct? 9 A. That is correct. 10 Q. If you turn back to page 3 now 11 of Exhibit 11, you'll see that in the third 12 paragraph Allergan PLC's principal executive 13 offices are located -- sorry. Sorry. 14 Withdraw that. 15 Page 4. It says that while the 16 principal executive offices are now located 17 in Dublin, the administrative offices are 18 located at the Morris Corporate Center in 19 Parsippany, New Jersey, correct? 20 A. That is correct. 21 Q. And that's the same address 22 where Allergan, comma, Inc.'s, executive 23 offices were located -- I'm sorry, principal 24 headquarters were located at the end of 25 fiscal year 2012, correct?</p>	<p style="text-align: right;">Page 76</p> <p>1 A. That was the principal office 2 of Actavis, comma, Inc., yes. 3 Q. Okay. And where did -- the 4 individuals on page 98, the executive 5 officers of the registrant, where did they 6 keep their offices? 7 A. They worked from the 8 administrative headquarters. 9 Q. In Parsippany, New Jersey? 10 A. In Parsippany. 11 Q. So the activities of Actavis 12 PLC, in fiscal year 2013, were directed, 13 controlled and coordinated by executives 14 located in Parsippany, New Jersey, correct? 15 MS. LEVY: Objection to form. 16 THE WITNESS: Can you rephrase 17 that about activities? 18 QUESTIONS BY MR. MELAMED: 19 Q. Sure. 20 Actavis PLC as a company -- 21 A. Yes. 22 Q. -- was run by executives 23 located in Parsippany, New Jersey, in 2013; 24 is that correct? 25 A. Actavis PLC, in the matter and</p>

<p style="text-align: right;">Page 77</p> <p>1 course of its business -- and again, when I</p> <p>2 look at that, it is from the board of</p> <p>3 directors and board meetings -- board</p> <p>4 meetings are in Dublin, Ireland.</p> <p>5 Q. Where were -- you said the</p> <p>6 executives were in New Jersey, correct?</p> <p>7 A. The ones that we described on</p> <p>8 98 were working out of the administrative</p> <p>9 offices.</p> <p>10 Q. Is it your understanding that</p> <p>11 board -- board members direct the day-to-day</p> <p>12 operations of the company?</p> <p>13 A. The board members give</p> <p>14 oversight to the company.</p> <p>15 Q. Who directs the day-to-day</p> <p>16 operations of the company?</p> <p>17 A. Would be the -- the day-to-day</p> <p>18 operations of a company is usually the</p> <p>19 leadership, the executive leadership, team.</p> <p>20 Q. And that executive leadership</p> <p>21 conducted that day-to-day leadership of</p> <p>22 Actavis PLC as of fiscal year 2013 from New</p> <p>23 Jersey, correct?</p> <p>24 A. Part of the business was based</p> <p>25 in New Jersey.</p>	<p style="text-align: right;">Page 78</p> <p>1 Q. All of the executives were</p> <p>2 based in New Jersey, correct?</p> <p>3 A. They were based in Jersey.</p> <p>4 Q. And they traveled to Ireland</p> <p>5 for board meetings?</p> <p>6 A. They participated in the board</p> <p>7 meetings, and all our board meetings,</p> <p>8 stockholder meetings, are based in Dublin.</p> <p>9 Q. How many of those were there a</p> <p>10 year?</p> <p>11 A. At least four, probably more,</p> <p>12 considering any type of material,</p> <p>13 transactions, acquisitions. Those decisions</p> <p>14 were made in Dublin as well.</p> <p>15 Q. Board decisions were made in</p> <p>16 Dublin?</p> <p>17 A. Board decisions, company</p> <p>18 decisions, material acquisitions and so</p> <p>19 forth.</p> <p>20 Q. Mr. Bisaro, among others,</p> <p>21 participated in quarterly conference calls</p> <p>22 with investors, correct?</p> <p>23 A. That is correct.</p> <p>24 Q. Do you know where he prepared</p> <p>25 for those?</p>
<p style="text-align: right;">Page 79</p> <p>1 A. I do not.</p> <p>2 Q. So go back to page 3, which</p> <p>3 recounts the company history. And it states</p> <p>4 that "Actavis PLC, which was formerly known</p> <p>5 as Actavis Limited, was incorporated in</p> <p>6 Ireland in 2013, first as a limited company,</p> <p>7 subsequently as a public limited company, for</p> <p>8 the purpose of facilitating the business</p> <p>9 connection between Actavis, Inc., and Warner</p> <p>10 Chilcott PLC," correct?</p> <p>11 A. Correct.</p> <p>12 Q. So neither Actavis Limited nor</p> <p>13 Actavis PLC had any existence before they</p> <p>14 were created to effectuate that merger?</p> <p>15 A. That is -- that is correct.</p> <p>16 Q. As part of the merger, each</p> <p>17 share of Actavis, comma, Inc., stock</p> <p>18 converted -- I'm sorry, let me withdraw that.</p> <p>19 State it a different way.</p> <p>20 A. Uh-huh.</p> <p>21 Q. As part of the merger, all</p> <p>22 shares of Actavis, comma, Inc., stock were</p> <p>23 converted into Actavis PLC common ordinary</p> <p>24 shares; is that correct?</p> <p>25 A. That is correct. That became</p>	<p style="text-align: right;">Page 80</p> <p>1 the public company.</p> <p>2 Q. And that was a one-to-one basis</p> <p>3 as well, correct?</p> <p>4 A. I don't have the ratio.</p> <p>5 Q. If you look at the last</p> <p>6 sentence of the first paragraph of the</p> <p>7 company history --</p> <p>8 A. Okay.</p> <p>9 Q. -- does that refresh your</p> <p>10 recollection?</p> <p>11 A. Where are you seeing that?</p> <p>12 Q. It says, "Each" -- I'm on</p> <p>13 page 3.</p> <p>14 A. Page 3.</p> <p>15 Q. Last sentence, first paragraph,</p> <p>16 "Each of Actavis, comma, Inc.'s, common</p> <p>17 shares was converted into one company</p> <p>18 ordinary share."</p> <p>19 Do you see that?</p> <p>20 A. Yes.</p> <p>21 Q. And do you see the paragraph on</p> <p>22 page 3 just preceding the business overview</p> <p>23 that defines "we," "our," "us," "the company"</p> <p>24 and "Actavis" throughout this document?</p> <p>25 A. I do.</p>

<p style="text-align: right;">Page 81</p> <p>1 Q. And you see that they refer to</p> <p>2 the financial information and transactions of</p> <p>3 Watson Pharmaceuticals, Inc., before 2000 --</p> <p>4 January 23, 2013?</p> <p>5 A. That is correct.</p> <p>6 Q. And then they refer to Actavis,</p> <p>7 the financial information and transactions of</p> <p>8 Actavis, comma, Inc., from January 23, 2013,</p> <p>9 until October 1, 2013?</p> <p>10 A. Yes.</p> <p>11 Q. And then subsequently to</p> <p>12 Actavis PLC?</p> <p>13 A. Correct.</p> <p>14 Q. And then in the business</p> <p>15 overview, Actavis is described as a</p> <p>16 pharmaceutical company engaged in the</p> <p>17 development, manufacturing, marketing, sale</p> <p>18 and distribution of generic, branded generic,</p> <p>19 brand name, brand or branded, biosimilar and</p> <p>20 over-the-counter, OTC, pharmaceutical</p> <p>21 products, right?</p> <p>22 A. Correct.</p> <p>23 Q. Those -- some of the generic</p> <p>24 pharmaceutical products include generic</p> <p>25 pharmaceutical opioids, correct?</p>	<p style="text-align: right;">Page 82</p> <p>1 A. Correct.</p> <p>2 Q. And some of the branded</p> <p>3 pharmaceutical products include branded</p> <p>4 opioids such as Kadian and Norco, correct?</p> <p>5 A. Correct.</p> <p>6 Q. If you turn to page 10, you see</p> <p>7 a list of key generic pharmaceutical</p> <p>8 products, correct?</p> <p>9 A. That is correct.</p> <p>10 Q. And there -- this -- under the</p> <p>11 title of "Actavis Pharma Product Portfolio."</p> <p>12 Do you see that?</p> <p>13 A. Yes.</p> <p>14 Q. You see among the generic</p> <p>15 products listed are the opioids fentanyl</p> <p>16 transdermal system, hydrocodone bitartrate</p> <p>17 acetaminophen and morphine sulfate?</p> <p>18 A. Yes.</p> <p>19 Q. And you see the next paragraph,</p> <p>20 second sentence, where it says "we," meaning</p> <p>21 Allergan PLC, "sell our generic prescription</p> <p>22 opioids primarily under Watson Laboratories,</p> <p>23 Watson Pharma and Actavis Pharma labels"?</p> <p>24 A. Yes.</p> <p>25 Q. On page 12, you see a list of</p>
<p style="text-align: right;">Page 83</p> <p>1 key brand pharmaceutical product families,</p> <p>2 correct?</p> <p>3 A. Correct.</p> <p>4 Q. And that includes the opioid</p> <p>5 Kadian, correct?</p> <p>6 A. Correct.</p> <p>7 Q. And then on page 14, the 10-K</p> <p>8 refers to another of the business segments,</p> <p>9 the Anda distribution segment, correct?</p> <p>10 A. Yes.</p> <p>11 Q. And that is a distributor of</p> <p>12 generic and brand pharmaceutical products,</p> <p>13 vaccines, injectables, OTC medicines,</p> <p>14 correct?</p> <p>15 A. That is their business.</p> <p>16 Q. Yes.</p> <p>17 If you turn to page 65, you see</p> <p>18 the year-end financial highlights?</p> <p>19 Do you see that? Are you at</p> <p>20 that page?</p> <p>21 A. Yes.</p> <p>22 Q. Okay. And you see the year</p> <p>23 ended December 31, 2013, compared to 2012</p> <p>24 section?</p> <p>25 A. I do.</p>	<p style="text-align: right;">Page 84</p> <p>1 Q. And you see that the results</p> <p>2 below reflect the segment net revenues,</p> <p>3 operating expenses and contributions for the</p> <p>4 Actavis Pharma, Actavis Specialty Brands and</p> <p>5 Actavis -- I'm sorry, Anda distribution</p> <p>6 segments?</p> <p>7 A. I do.</p> <p>8 Q. And the revenues and operating</p> <p>9 expenses for the Actavis Pharma business</p> <p>10 segment included revenues derived from and</p> <p>11 expenses on generic opioids, correct?</p> <p>12 A. Of the Actavis Pharma reporting</p> <p>13 segment, yes.</p> <p>14 Q. Okay. And for the Actavis</p> <p>15 Specialty Brand segment, that reflects</p> <p>16 revenues, some revenues, derived from and</p> <p>17 some expenses expended on the brand opioid</p> <p>18 Kadian, correct?</p> <p>19 A. Yes.</p> <p>20 Q. And do you have any reason --</p> <p>21 you do not know as you sit here right now</p> <p>22 whether the Anda distribution business</p> <p>23 segment distributed opioids, whether from</p> <p>24 Actavis PLC or any other company; is that</p> <p>25 correct?</p>

<p style="text-align: right;">Page 85</p> <p>1 A. That's correct.</p> <p>2 Q. Do you know how -- if you turn</p> <p>3 the page to 66, it starts breaking down by</p> <p>4 business segment financials.</p> <p>5 This is the Actavis Pharma</p> <p>6 segment?</p> <p>7 A. Uh-huh.</p> <p>8 Q. Do you know how much of the</p> <p>9 revenue for the Actavis Pharma segment was</p> <p>10 derived from sales of generic opioids in</p> <p>11 fiscal year 2013?</p> <p>12 MS. LEVY: Objection. Beyond</p> <p>13 the scope of this witness' testimony.</p> <p>14 THE WITNESS: I do not know.</p> <p>15 QUESTIONS BY MR. MELAMED:</p> <p>16 Q. Where would you find out that</p> <p>17 information or from whom?</p> <p>18 A. I would have to ask Teva of the</p> <p>19 generic opioids, since the business was sold</p> <p>20 to Teva. The books and records were</p> <p>21 transferred.</p> <p>22 Q. Is it your understanding that</p> <p>23 Actavis PLC, which became Allergan PLC, no</p> <p>24 longer has the books and records reflecting</p> <p>25 that period of time?</p>	<p style="text-align: right;">Page 86</p> <p>1 A. That is correct.</p> <p>2 Q. And you mentioned before you</p> <p>3 don't remember -- I just want to make sure</p> <p>4 I'm clear on this. You don't remember</p> <p>5 receiving a litigation hold letter or similar</p> <p>6 document concerning those records at any</p> <p>7 point, do you?</p> <p>8 MS. LEVY: Objection to form.</p> <p>9 You can answer.</p> <p>10 THE WITNESS: Sure. I mean, we</p> <p>11 do as it relates to other type of</p> <p>12 cases. This specific question, I</p> <p>13 don't remember.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. The specific question you're</p> <p>16 referring to being?</p> <p>17 A. This case, the opioid.</p> <p>18 Q. You don't remember receiving a</p> <p>19 litigation hold letter --</p> <p>20 A. That's correct.</p> <p>21 Q. -- or something like it</p> <p>22 concerning the generic opioid business</p> <p>23 transferred to Teva in 2016?</p> <p>24 A. I don't remember. It doesn't</p> <p>25 mean that I haven't.</p>
<p style="text-align: right;">Page 87</p> <p>1 Q. Fair enough.</p> <p>2 I assume if I ask you the same</p> <p>3 questions about the percentage of revenues or</p> <p>4 the percentage of costs -- well, let me</p> <p>5 withdraw that.</p> <p>6 For the Actavis Specialty Brand</p> <p>7 segment, which includes Kadian and Norco,</p> <p>8 correct?</p> <p>9 A. That is correct.</p> <p>10 Q. Do you know the percentage of</p> <p>11 revenues derived from sales of Norco and</p> <p>12 Kadian together in fiscal year 2013?</p> <p>13 MS. LEVY: Objection. That is</p> <p>14 beyond the scope of the topics for</p> <p>15 which this witness is being</p> <p>16 designated.</p> <p>17 You may answer the question.</p> <p>18 THE WITNESS: Sure. I do not</p> <p>19 know the figures.</p> <p>20 QUESTIONS BY MR. MELAMED:</p> <p>21 Q. Okay. Same thing with costs</p> <p>22 associated with those drugs?</p> <p>23 A. That's correct, I do not.</p> <p>24 Q. Okay. And same thing with</p> <p>25 revenues or expenses derived from the</p>	<p style="text-align: right;">Page 88</p> <p>1 distribution through the Anda business</p> <p>2 segment of any generics?</p> <p>3 MS. LEVY: Objection. Beyond</p> <p>4 the scope of what this witness is</p> <p>5 designated for, and, also, that</p> <p>6 information has already been provided</p> <p>7 to counsel through written discovery.</p> <p>8 THE WITNESS: I do not know.</p> <p>9 (Allergan-Kaufhold Exhibit 12</p> <p>10 marked for identification.)</p> <p>11 QUESTIONS BY MR. MELAMED:</p> <p>12 Q. I'm going to hand you what has</p> <p>13 been marked Exhibit 12.</p> <p>14 Exhibit 12 is the fiscal year</p> <p>15 2014 Form 10-K for Actavis PLC.</p> <p>16 A. Correct.</p> <p>17 Q. If you turn to page 2, do you</p> <p>18 see that the administrative headquarters --</p> <p>19 this is in the last paragraph -- of Actavis</p> <p>20 PLC remain at the Morris Corporate Center in</p> <p>21 Parsippany? Correct?</p> <p>22 A. Bottom of page --</p> <p>23 Q. Bottom of page 2 -- top of the</p> <p>24 last paragraph on page 2.</p> <p>25 A. Principal, Dublin,</p>

<p style="text-align: right;">Page 89</p> <p>1 administrative headquarters located in Morris</p> <p>2 Corporate Center III, yes.</p> <p>3 Q. And that's the same location</p> <p>4 where they were located for Actavis, comma,</p> <p>5 Inc., correct?</p> <p>6 A. Actavis, comma, Inc., that is</p> <p>7 correct.</p> <p>8 Q. And I believe the same at least</p> <p>9 for some time for Watson Pharmaceuticals; is</p> <p>10 that correct? Watson Pharmaceuticals, comma,</p> <p>11 Inc.?</p> <p>12 A. 2012. That -- I don't</p> <p>13 recollect the date that we moved to that</p> <p>14 facility.</p> <p>15 Q. But you do recall as an</p> <p>16 employee of Watson Pharmaceuticals, Inc.,</p> <p>17 moving to that facility; is that correct?</p> <p>18 A. I was not an employee of Watson</p> <p>19 Pharmaceutical, comma, Inc.</p> <p>20 Q. What were you?</p> <p>21 A. I don't have the specific</p> <p>22 entity, but it was not the top parent</p> <p>23 company.</p> <p>24 Q. What was your role at Watson</p> <p>25 Pharmaceuticals? At the sub -- whatever</p>	<p style="text-align: right;">Page 90</p> <p>1 entity you were in?</p> <p>2 A. I don't know.</p> <p>3 Q. What did you -- without</p> <p>4 defining it with a name, what did you do at</p> <p>5 Watson Pharmaceuticals, Inc., towards the end</p> <p>6 of your time at Watson Pharmaceuticals, Inc.?</p> <p>7 A. For Watson Pharmaceuticals,</p> <p>8 comma, Inc., I was the treasurer of the</p> <p>9 company.</p> <p>10 Q. Okay. But you weren't employed</p> <p>11 at Watson Pharmaceuticals, comma, Inc.; is</p> <p>12 that correct?</p> <p>13 A. That is correct.</p> <p>14 Q. But you were the treasurer for</p> <p>15 the entity -- your responsibility as a</p> <p>16 treasurer included being a treasurer for the</p> <p>17 entity known as Watson Pharmaceuticals,</p> <p>18 comma, Inc., correct?</p> <p>19 A. I provided that service, yes.</p> <p>20 Q. Watson -- another way of</p> <p>21 putting that is Watson Pharmaceuticals,</p> <p>22 comma, Inc., did not have its own treasurer</p> <p>23 employed as an employee of Watson</p> <p>24 Pharmaceuticals, comma, Inc., correct?</p> <p>25 A. That is correct.</p>
<p style="text-align: right;">Page 91</p> <p>1 Q. Turn to page 1 of the fiscal</p> <p>2 year 2014 10-K.</p> <p>3 Do you see in the bottom</p> <p>4 paragraph it references a definitive</p> <p>5 agreement between Actavis PLC and Allergan,</p> <p>6 Incorporated, under which Actavis PLC will</p> <p>7 acquire Allergan --</p> <p>8 A. Yes.</p> <p>9 Q. You see that, correct?</p> <p>10 A. I do.</p> <p>11 Q. And it's subsequent to that</p> <p>12 acquisition that the name Actavis PLC became</p> <p>13 Allergan PLC, correct?</p> <p>14 A. That is correct.</p> <p>15 Q. Allergan PLC is the successor</p> <p>16 in interest to Actavis PLC; is that correct?</p> <p>17 A. Correct.</p> <p>18 Q. Just -- and Actavis PLC is the</p> <p>19 successor in interest to Actavis, comma,</p> <p>20 Inc., correct?</p> <p>21 A. That -- again, the legal</p> <p>22 terminology. Actavis PLC was -- again, there</p> <p>23 was the share-for-share exchange of Actavis,</p> <p>24 comma, Inc., and Warner Chilcott PLC into</p> <p>25 shares of Actavis PLC.</p>	<p style="text-align: right;">Page 92</p> <p>1 Q. Okay. And no other entity</p> <p>2 aside of Actavis PLC had any ownership</p> <p>3 interest in or ability to direct the actions</p> <p>4 of the company Actavis, comma, Inc.,</p> <p>5 subsequent to the merger?</p> <p>6 A. Not sure what you mean by</p> <p>7 "direct."</p> <p>8 Q. All of the shares from Actavis,</p> <p>9 comma, Inc., converted to shares of --</p> <p>10 A. That is --</p> <p>11 Q. -- Actavis PLC, correct?</p> <p>12 A. That is correct.</p> <p>13 (Allergan-Kaufhold Exhibit 13</p> <p>14 marked for identification.)</p> <p>15 QUESTIONS BY MR. MELAMED:</p> <p>16 Q. Okay. You can put that aside.</p> <p>17 I'm handing you what's been</p> <p>18 marked Exhibit 13, which is the 2015 Form</p> <p>19 10-K for Allergan PLC. And if you turn to</p> <p>20 page 3.</p> <p>21 So in the bottom paragraph</p> <p>22 describes the master purchase agreement</p> <p>23 entered into on July 26, 2015, by Allergan</p> <p>24 PLC and Teva Pharmaceutical Industries</p> <p>25 Limited, correct?</p>

<p style="text-align: right;">Page 93</p> <p>1 A. Yes.</p> <p>2 Q. What was Allergan PLC selling</p> <p>3 to Teva?</p> <p>4 A. It was its generic business.</p> <p>5 Q. Generic opioids business or</p> <p>6 generic all -- let me ask that as a single</p> <p>7 question.</p> <p>8 What kind of generic</p> <p>9 pharmaceuticals were included in that</p> <p>10 transaction?</p> <p>11 A. What was sold was all of the</p> <p>12 generic business.</p> <p>13 Q. Inclusive of, but not limited</p> <p>14 to, generic opioids, correct?</p> <p>15 A. That is correct.</p> <p>16 Q. This master purchase agreement</p> <p>17 did not include the sale of the Anda</p> <p>18 distribution segment; is that correct?</p> <p>19 A. The Anda business was sold --</p> <p>20 it might have been in a separate agreement.</p> <p>21 Q. You're just not sure either</p> <p>22 way?</p> <p>23 A. What I'm sure of is we do not</p> <p>24 own the business. Teva owns the business.</p> <p>25 Q. And page 3 says that "We" --</p>	<p style="text-align: right;">Page 94</p> <p>1 and here "we" is the "financial information</p> <p>2 and transactions of Watson Pharmaceuticals,</p> <p>3 Inc., prior to January 2013, Actavis, Inc.,</p> <p>4 from January 2013 to October 2013, and</p> <p>5 Allergan PLC and Warner Chilcott Limited,</p> <p>6 subsequent to October 2013.</p> <p>7 You see that, correct,</p> <p>8 regarding "we"?</p> <p>9 A. Actavis, comma, Inc., from</p> <p>10 January 23, 2013, to October 1, 2013.</p> <p>11 Q. Okay. And the rest of what I</p> <p>12 said was correct?</p> <p>13 A. Yes.</p> <p>14 Q. Okay. That "we" will receive</p> <p>15 \$33.75 billion in cash and 100.3 million Teva</p> <p>16 ordinary shares or American depositary</p> <p>17 shares, correct?</p> <p>18 A. Yes.</p> <p>19 Q. Is that what Allergan PLC</p> <p>20 received for the sale of its generics</p> <p>21 business to Teva?</p> <p>22 A. At the -- this was, again,</p> <p>23 2015. This had a certain value of the 100</p> <p>24 million shares. On the day it closed, the</p> <p>25 100 million shares would have been valued</p>
<p style="text-align: right;">Page 95</p> <p>1 something different than what is in this</p> <p>2 agreement.</p> <p>3 Q. So you did -- Allergan PLC did</p> <p>4 receive approximately \$33.75 billion in cash?</p> <p>5 A. That is correct.</p> <p>6 Q. And then it received --</p> <p>7 A. Shares.</p> <p>8 Q. -- some -- some body of</p> <p>9 approximately 100 million shares, give or</p> <p>10 take, depending on the current value of the</p> <p>11 shares?</p> <p>12 A. Exactly.</p> <p>13 Q. Where did that money get -- on</p> <p>14 whose financial statements were the</p> <p>15 \$33.75 billion in cash recorded?</p> <p>16 A. Would have been recorded --</p> <p>17 again, I don't have that direct knowledge.</p> <p>18 Q. You were the treasurer --</p> <p>19 currently your job is as treasurer, correct?</p> <p>20 A. Yes.</p> <p>21 Q. And you're treasurer of --</p> <p>22 what's the name of the company? It's</p> <p>23 Allergan...</p> <p>24 A. I'm treasurer of several legal</p> <p>25 entities in the Allergan group of companies.</p>	<p style="text-align: right;">Page 96</p> <p>1 Q. I'm sorry, who's your -- who</p> <p>2 are you employed by?</p> <p>3 A. I'm employed by Allergan Sales,</p> <p>4 LLC.</p> <p>5 Q. And as treasurer of Allergan</p> <p>6 Sales, LLC, one of the companies that you</p> <p>7 provide services to, that you are treasurer</p> <p>8 for, is Allergan PLC, correct?</p> <p>9 A. That is correct.</p> <p>10 Q. Do you know whether the</p> <p>11 \$33.75 billion went on to Allergan PLC's</p> <p>12 financial statements?</p> <p>13 A. It went on its consolidated</p> <p>14 financial statements.</p> <p>15 Q. Do you know what happened to</p> <p>16 that money --</p> <p>17 A. Yes.</p> <p>18 Q. -- how it derived through --</p> <p>19 how it made its way through the organization,</p> <p>20 if it did?</p> <p>21 A. Yes.</p> <p>22 Q. What happened to the</p> <p>23 \$33.75 billion?</p> <p>24 A. When we received the company,</p> <p>25 some of it, approximately \$6.2 billion, went</p>

<p style="text-align: right;">Page 97</p> <p>1 to -- would have been called Actavis Capital</p> <p>2 S.a.r.l., okay, where we had debt</p> <p>3 outstanding. We paid off approximately</p> <p>4 6.2 billion of term loans, so the proceeds</p> <p>5 went there.</p> <p>6 A portion of the proceeds also</p> <p>7 went to, I believe it would have been, the</p> <p>8 Holdco, which was the owner, who had its net</p> <p>9 investment in the group that we sold to Teva.</p> <p>10 Q. What was the owner of the</p> <p>11 hold -- what was the Holdco that sold the</p> <p>12 generics entities?</p> <p>13 A. In regard to the August 2,</p> <p>14 2016, org chart, page 2 of 6 -- and again,</p> <p>15 this is MDL03674502. If you go to page 2,</p> <p>16 you see the top box that's in yellow, Actavis</p> <p>17 Holdco US, that was sold to Teva.</p> <p>18 It's direct parent was Allergan</p> <p>19 Holdco US, comma, Inc. So a portion, a</p> <p>20 majority of the funds, went to that entity.</p> <p>21 Q. At that point in time did</p> <p>22 Allergan Holdco US, comma, Inc., have any</p> <p>23 employees?</p> <p>24 A. No, it did not.</p> <p>25 Q. Did Actavis Holdco US, comma,</p>	<p style="text-align: right;">Page 98</p> <p>1 Inc., that was sold have any -- itself have</p> <p>2 any employees?</p> <p>3 A. Actavis Holdco US, comma, Inc.,</p> <p>4 no.</p> <p>5 Q. Did -- and if you look up the</p> <p>6 chart, there's an entity called Actavis</p> <p>7 Capital S.a.r.l., S-a-r-l?</p> <p>8 A. Yes.</p> <p>9 Q. Is that the entity to which you</p> <p>10 said approximately \$6 billion --</p> <p>11 A. That is correct.</p> <p>12 Q. Did Actavis Capital S.a.r.l.</p> <p>13 have any employees at that point in time?</p> <p>14 A. It did not.</p> <p>15 Q. If you want to go to the front</p> <p>16 page just -- of the same exhibit, which is</p> <p>17 ALLERGAN_MDL_03674501.</p> <p>18 A. Yes.</p> <p>19 Q. As of August 2, 2016, do you</p> <p>20 know how many, approximately how many,</p> <p>21 employees Allergan PLC had in its Irish</p> <p>22 office?</p> <p>23 A. Allergan PLC has no employees.</p> <p>24 Q. Today does Allergan PLC have no</p> <p>25 employees?</p>
<p style="text-align: right;">Page 99</p> <p>1 A. No employees.</p> <p>2 Q. Has Allergan PLC ever had</p> <p>3 employees?</p> <p>4 A. That is possible.</p> <p>5 Q. Possible but you're not sure?</p> <p>6 A. I'm not sure.</p> <p>7 Q. What about Warner Chilcott PLC,</p> <p>8 the entity that reported -- according to this</p> <p>9 organizational chart, the entity that</p> <p>10 reported directly up to Allergan PLC, did it</p> <p>11 have any employees? Sorry, just --</p> <p>12 A. I don't know.</p> <p>13 Q. Does it currently have any</p> <p>14 employees?</p> <p>15 A. It does not.</p> <p>16 Q. What about Warner Chilcott</p> <p>17 Limited, Bermuda?</p> <p>18 A. No employees.</p> <p>19 Q. Never?</p> <p>20 A. Never.</p> <p>21 Q. What about Warner Chilcott</p> <p>22 Holdings Company II, Limited?</p> <p>23 A. No.</p> <p>24 Q. What about Warner Chilcott</p> <p>25 Holdings Company III, Limited?</p>	<p style="text-align: right;">Page 100</p> <p>1 A. No.</p> <p>2 Q. What about Actavis Ireland</p> <p>3 Holding, Limited, over to the left?</p> <p>4 A. No.</p> <p>5 Q. Zero employees?</p> <p>6 A. Zero employees.</p> <p>7 Q. What about Actavis Capital</p> <p>8 S.a r.l.? I believe we just covered that on</p> <p>9 the other sheet.</p> <p>10 A. Yes.</p> <p>11 Q. Zero employees?</p> <p>12 A. Zero employees.</p> <p>13 Q. What about Actavis WC Holding,</p> <p>14 Incorporated?</p> <p>15 A. I do not know.</p> <p>16 Q. Okay. Does it exist currently,</p> <p>17 as of today?</p> <p>18 A. Actavis WC? Actavis WC</p> <p>19 Holdings today -- do you have -- I would need</p> <p>20 the chart.</p> <p>21 MS. LEVY: Just -- you can say</p> <p>22 if you know and what you would need to</p> <p>23 know.</p> <p>24 THE WITNESS: I don't know.</p> <p>25</p>

<p style="text-align: right;">Page 101</p> <p>1 QUESTIONS BY MR. MELAMED:</p> <p>2 Q. As of 2016 you don't know, and</p> <p>3 as of 2018, without looking at another</p> <p>4 document, you don't know?</p> <p>5 A. That's correct.</p> <p>6 Q. What about Allergan Finance,</p> <p>7 LLC, formerly known as Actavis, no comma,</p> <p>8 Inc.?</p> <p>9 A. Actavis --</p> <p>10 Q. We're still on the page ending</p> <p>11 501.</p> <p>12 A. Okay.</p> <p>13 Q. And it's a dark blue box.</p> <p>14 A. Yeah.</p> <p>15 Q. As of 2016, did Allergan</p> <p>16 Finance, LLC, formerly known as Actavis, no</p> <p>17 comma, Inc., have any employees?</p> <p>18 A. I do not know.</p> <p>19 Q. Who would I ask to figure that</p> <p>20 out?</p> <p>21 A. I wouldn't know the person.</p> <p>22 Q. Did Allergan, comma, Inc.,</p> <p>23 direct -- directly below the entity we were</p> <p>24 just talking about have any employees in</p> <p>25 2016?</p>	<p style="text-align: right;">Page 102</p> <p>1 A. I don't have that information.</p> <p>2 Q. Do you know whether they have</p> <p>3 employees today?</p> <p>4 A. I don't have that information.</p> <p>5 Q. Go back to the FY 15 -- fiscal</p> <p>6 year 15 Allergan PLC 10-K and turn to page 4.</p> <p>7 Under business overview, do you</p> <p>8 see that?</p> <p>9 A. I do.</p> <p>10 Q. Do you see that Allergan PLC</p> <p>11 describes itself as a global specialty</p> <p>12 pharmaceutical company engaged in the</p> <p>13 development, manufacturing, marketing and</p> <p>14 distribution of brand name pharmaceutical</p> <p>15 products, brand, branded or specialty brand,</p> <p>16 medical aesthetics, biosimilar and</p> <p>17 over-the-counter pharmaceutical products?</p> <p>18 A. Yes.</p> <p>19 Q. Did that engagement include the</p> <p>20 development, manufacturing, marketing or</p> <p>21 distribution of any brand name opioids?</p> <p>22 A. Yes.</p> <p>23 Q. And at this point in time prior</p> <p>24 to the closing of the deal with Teva, did</p> <p>25 that development, manufacturing and</p>
<p style="text-align: right;">Page 103</p> <p>1 marketing -- I'm sorry, development,</p> <p>2 manufacturing, marketing and distribution</p> <p>3 include generic opioid products?</p> <p>4 A. Prior to the close of the</p> <p>5 generic sale, it would have included.</p> <p>6 Q. If you look at the bottom</p> <p>7 paragraph on page 4, it states that "Allergan</p> <p>8 PLC's principal executive offices are located</p> <p>9 in Dublin, Ireland, and our administrative</p> <p>10 headquarters are located at the Morris</p> <p>11 Corporate Center III in Parsippany, New</p> <p>12 Jersey," correct?</p> <p>13 A. Yes.</p> <p>14 Q. Where did Allergan PLC's</p> <p>15 executives have their office?</p> <p>16 A. Allergan PLC had no employees.</p> <p>17 Q. Allergan PLC did not have any</p> <p>18 executives, executive officers?</p> <p>19 A. It had executive -- people who</p> <p>20 served in a role of executive officers.</p> <p>21 Q. And they're listed in the K,</p> <p>22 correct?</p> <p>23 A. They are listed in the K.</p> <p>24 Q. Where did those individuals</p> <p>25 maintain their offices?</p>	<p style="text-align: right;">Page 104</p> <p>1 A. I just need to take a look at</p> <p>2 the list to see who changed.</p> <p>3 Do you know what page that is?</p> <p>4 Q. See if I can help you out in a</p> <p>5 second.</p> <p>6 You can look at the signature</p> <p>7 page on page 106. It lists -- we can just</p> <p>8 talk about the four officers listed there.</p> <p>9 A. Page...</p> <p>10 Q. Actually, let me make sure</p> <p>11 that's the correct page.</p> <p>12 MS. LEVY: Is this the PDF?</p> <p>13 MR. MELAMED: It's page 106.</p> <p>14 In the middle of the bottom of the</p> <p>15 page is 106.</p> <p>16 THE WITNESS: Got it. Okay.</p> <p>17 QUESTIONS BY MR. MELAMED:</p> <p>18 Q. And it lists the executives.</p> <p>19 It list four executives on this page: Paul</p> <p>20 Bisaro, Brenton Saunders, Maria Teresa Hilado</p> <p>21 and James -- I'm sorry --</p> <p>22 A. James D'Arecca.</p> <p>23 Q. D'Arecca. Thank you.</p> <p>24 A. These four officers worked from</p> <p>25 the administrative offices.</p>

<p style="text-align: right;">Page 105</p> <p>1 Q. In Parsippany?</p> <p>2 A. In Parsippany.</p> <p>3 Q. As in past years, certain of</p> <p>4 the revenues reported by Allergan PLC in this</p> <p>5 fiscal year 10-K would reflect sales of brand</p> <p>6 opioids, correct?</p> <p>7 A. It would reflect the</p> <p>8 consolidated revenues from the brand opioids.</p> <p>9 Q. And certain of the revenues for</p> <p>10 the global generics business would reflect --</p> <p>11 prior to the sale of the generic opioid</p> <p>12 business to Teva --</p> <p>13 A. It would include the</p> <p>14 consolidated revenues, yes.</p> <p>15 Q. Okay. And similarly, expenses</p> <p>16 for generic opioids would be reflected in the</p> <p>17 financial statements for the global generics</p> <p>18 business, correct?</p> <p>19 A. The consolidated expenses, yes.</p> <p>20 Q. And the brand expenses would</p> <p>21 reflect -- the consolidated expenses would</p> <p>22 reflect expenses on brand name Kadian,</p> <p>23 correct?</p> <p>24 A. That's correct.</p> <p>25 (Allergan-Kaufhold Exhibit 14</p>	<p style="text-align: right;">Page 106</p> <p>1 marked for identification.)</p> <p>2 QUESTIONS BY MR. MELAMED:</p> <p>3 Q. I'm going to hand you what I'm</p> <p>4 marking as Exhibit 14, which is the Form 10-K</p> <p>5 for the fiscal year ended 2017 for Allergan</p> <p>6 PLC.</p> <p>7 If you turn to page 3, you'll</p> <p>8 see under the company history we have the</p> <p>9 same accounting of the company history as has</p> <p>10 been told in prior 10-Ks, correct?</p> <p>11 A. Correct.</p> <p>12 Q. The one change being that</p> <p>13 Actavis, comma, Inc., is now known as</p> <p>14 Allergan Finance, LLC, correct?</p> <p>15 It's in the first paragraph</p> <p>16 under company history. Oh, you're checking</p> <p>17 to see if there was a change.</p> <p>18 A. Yeah, I just wanted to see the</p> <p>19 name change. That is correct.</p> <p>20 Q. Okay. So the name change</p> <p>21 from --</p> <p>22 A. From Actavis, Inc., to Allergan</p> <p>23 Finance, comma, LLC.</p> <p>24 Q. That's from Actavis, comma,</p> <p>25 Inc., correct?</p>
<p style="text-align: right;">Page 107</p> <p>1 A. That is correct.</p> <p>2 Q. Okay. So that occurred during</p> <p>3 the fiscal year -- sometime in the fiscal</p> <p>4 year of 2017?</p> <p>5 A. That would be correct. '17 --</p> <p>6 this is the financials as of '17. That would</p> <p>7 be correct, yes.</p> <p>8 Q. So just to be clear, Allergan</p> <p>9 Finance, comma, LLC, is what was formerly</p> <p>10 known as Actavis, Inc. -- comma, Inc.,</p> <p>11 correct?</p> <p>12 A. That is correct.</p> <p>13 Q. If you turn to page 4, the top</p> <p>14 paragraph addresses the sale of the Anda</p> <p>15 distribution business at Teva which we</p> <p>16 alluded to before --</p> <p>17 A. Yes.</p> <p>18 Q. -- but you see that it sold for</p> <p>19 \$500 million, correct?</p> <p>20 A. Correct.</p> <p>21 Q. Where did that \$500 million go?</p> <p>22 A. I don't -- off the top of my</p> <p>23 head, I'm not sure where that went, but it</p> <p>24 did not go to Allergan PLC.</p> <p>25 Q. Why are you sure that it did</p>	<p style="text-align: right;">Page 108</p> <p>1 not go to Allergan PLC?</p> <p>2 A. Because Allergan PLC -- there's</p> <p>3 no large cash balances being maintained at</p> <p>4 Allergan PLC, just sufficient cash to pay the</p> <p>5 expenses of maintaining that entity.</p> <p>6 Q. When Actavis, comma, Inc., and</p> <p>7 Warner Chilcott merged and became Actavis</p> <p>8 PLC, Actavis, comma, Inc., was the larger</p> <p>9 company, correct?</p> <p>10 A. That is correct.</p> <p>11 Q. And Actavis, comma, Inc., at</p> <p>12 that point was incorporated in the United</p> <p>13 States, correct?</p> <p>14 A. Actavis, comma, Inc., was</p> <p>15 incorporated in the US, yes.</p> <p>16 Q. Why did the company formed to</p> <p>17 effectuate that merger, Actavis PLC,</p> <p>18 incorporate in Ireland?</p> <p>19 A. We were acquiring a PLC company</p> <p>20 which was based in Ireland, and a decision</p> <p>21 was made to be an Irish company.</p> <p>22 Q. What was -- what were the</p> <p>23 considerations that drove that decision, the</p> <p>24 primary considerations that drove that</p> <p>25 decision?</p>

<p style="text-align: right;">Page 109</p> <p>1 A. I, again, was not part of those</p> <p>2 discussions.</p> <p>3 Q. Have you seen anything reported</p> <p>4 publicly on those discussions?</p> <p>5 A. Well, there was being reported</p> <p>6 at the time or afterwards, again, with</p> <p>7 inversions --</p> <p>8 Q. What --</p> <p>9 A. -- companies redomiciling for</p> <p>10 tax reasons.</p> <p>11 Q. So the tax liability for</p> <p>12 incorporating in Ireland would be less than</p> <p>13 it would have been had the company</p> <p>14 incorporated in the United States?</p> <p>15 A. It would be a lower effective</p> <p>16 tax rate.</p> <p>17 Q. And is that what you understand</p> <p>18 to be the primary reason that the merge --</p> <p>19 the company created to effectuate that merger</p> <p>20 was incorporated in Ireland?</p> <p>21 A. I don't know if that was the</p> <p>22 primary reason. It was probably one of the</p> <p>23 reasons.</p> <p>24 Warner Chilcott had extensive</p> <p>25 manufacturing facilities in Ireland employing</p>	<p style="text-align: right;">Page 110</p> <p>1 people, so that would probably also have been</p> <p>2 part of the decision as well.</p> <p>3 Q. Did Actavis, comma, Inc., have</p> <p>4 manufacturing facilities in the United States</p> <p>5 at the time of the merger?</p> <p>6 A. They had some of their</p> <p>7 manufacturing in the US.</p> <p>8 Q. And did those manufacturing</p> <p>9 facilities employ a lot of people?</p> <p>10 A. They -- well, I don't know what</p> <p>11 you mean by "a lot."</p> <p>12 Q. I'm just using the language you</p> <p>13 used when you talked about the Irish</p> <p>14 manufacturing facilities.</p> <p>15 A. Okay.</p> <p>16 Q. You said it employed a lot of</p> <p>17 people. I think --</p> <p>18 A. I said there were significant</p> <p>19 manufacturing since some of the larger</p> <p>20 products of Warner Chilcott were being</p> <p>21 manufactured out of Ireland.</p> <p>22 Q. Do you know as you sit here</p> <p>23 today whether there were more employees of</p> <p>24 Aller -- I'm sorry, Actavis, comma, Inc.'s,</p> <p>25 American manufacturing facilities or more</p>
<p style="text-align: right;">Page 111</p> <p>1 employees of Warner Chilcott PLC's Irish</p> <p>2 manufacturing facilities?</p> <p>3 A. Rephrase the part about</p> <p>4 Actavis' manufacturing facilities.</p> <p>5 Q. I just want to know if, as you</p> <p>6 sit here today, do you know whether there</p> <p>7 were more employees of manufacturing</p> <p>8 facilities in the US or in Irish -- in</p> <p>9 Irish -- in Ireland of the combined two</p> <p>10 companies.</p> <p>11 A. I don't have those numbers.</p> <p>12 Q. Do you have reason to think one</p> <p>13 or the other, as you sit here today, without</p> <p>14 being exact?</p> <p>15 A. Without being exact, I would</p> <p>16 think when you look at the global</p> <p>17 manufacturing facilities of Actavis, if you</p> <p>18 look at the US portion, probably they were</p> <p>19 greater than Warner Chilcott Ireland's</p> <p>20 facility.</p> <p>21 Q. You can put that 10-K aside.</p> <p>22 A. Sure.</p> <p>23 (Allergan-Kaufhold Exhibit 15</p> <p>24 marked for identification.)</p> <p>25</p>	<p style="text-align: right;">Page 112</p> <p>1 QUESTIONS BY MR. MELAMED:</p> <p>2 Q. Handing you what's been marked</p> <p>3 as Exhibit 15, which is an article from</p> <p>4 Fortune magazine dated May 21, 2013, titled</p> <p>5 "Actavis, the latest Fortune 500 Company to</p> <p>6 quote, leave, unquote, the US for tax</p> <p>7 reasons."</p> <p>8 MS. LEVY: Can you give him a</p> <p>9 minute to review the document?</p> <p>10 MR. MELAMED: Sure.</p> <p>11 MS. LEVY: You can ask your</p> <p>12 questions then.</p> <p>13 MR. MELAMED: Yeah, I'll direct</p> <p>14 him if I have specific questions, but</p> <p>15 I'm happy to give him...</p> <p>16 THE WITNESS: Okay.</p> <p>17 QUESTIONS BY MR. MELAMED:</p> <p>18 Q. This article, or at least the</p> <p>19 title of the article, reflects what you were</p> <p>20 talking about before, that it was at least --</p> <p>21 the tax reasons played at least some part in</p> <p>22 the decision to -- to undergo a corporate</p> <p>23 inversion, correct?</p> <p>24 A. That's what I said.</p> <p>25 Q. Is it correct that the title</p>

<p style="text-align: right;">Page 113</p> <p>1 reflects that reason?</p> <p>2 MS. LEVY: Object to the form.</p> <p>3 THE WITNESS: Again, I didn't</p> <p>4 write this article. I don't know</p> <p>5 what's in the author's head.</p> <p>6 QUESTIONS BY MR. MELAMED:</p> <p>7 Q. Just asking you to read -- as a</p> <p>8 treasurer of a -- who has treasury</p> <p>9 experience, responsibility for the successor</p> <p>10 of the company being spoken about.</p> <p>11 MS. LEVY: What's the question?</p> <p>12 QUESTIONS BY MR. MELAMED:</p> <p>13 Q. Does the title reflect what you</p> <p>14 were saying before, that one of the reasons</p> <p>15 that Actavis chose to incorporate the merged</p> <p>16 company in Ireland instead of the US was for</p> <p>17 tax reasons?</p> <p>18 A. As part of our -- yes, as part</p> <p>19 of our fiduciary responsibility.</p> <p>20 Q. Okay. So the title is -- of</p> <p>21 this article, by use of the quotes around</p> <p>22 leave, is suggesting that -- do you</p> <p>23 understand the title of this article --</p> <p>24 A. Yes.</p> <p>25 Q. -- by using the quote -- the</p>	<p style="text-align: right;">Page 114</p> <p>1 quotes around the word "leave," to imply that</p> <p>2 the company did not actually leave the US?</p> <p>3 MS. LEVY: I'm going to object</p> <p>4 to the question to the extent that</p> <p>5 you're calling for him to speculate</p> <p>6 about this article.</p> <p>7 QUESTIONS BY MR. MELAMED:</p> <p>8 Q. You can answer based on being a</p> <p>9 reader and a treasurer of the company.</p> <p>10 A. Can you rephrase that question</p> <p>11 then? Or restate -- or repeat it, please?</p> <p>12 Q. So as the treasurer who</p> <p>13 provides services to the company being</p> <p>14 discussed -- you do provide treasurer</p> <p>15 services to the company being discussed; is</p> <p>16 that correct?</p> <p>17 A. Correct.</p> <p>18 Q. Okay. And in that role, with</p> <p>19 your body of experience as you read the</p> <p>20 title, do you understand the title to imply</p> <p>21 that the company -- that the author is saying</p> <p>22 the company was not leaving the US?</p> <p>23 MS. LEVY: Object to form.</p> <p>24 That's an improper question, and it's</p> <p>25 been asked and answered.</p>
<p style="text-align: right;">Page 115</p> <p>1 You can answer again.</p> <p>2 THE WITNESS: Again, I don't</p> <p>3 know what is meant by -- what the</p> <p>4 quotes or what it means. Leaves.</p> <p>5 QUESTIONS BY MR. MELAMED:</p> <p>6 Q. Okay. You don't have an</p> <p>7 understanding of what you think he means to</p> <p>8 intend by those quotes?</p> <p>9 A. Exactly.</p> <p>10 MS. LEVY: Same objection.</p> <p>11 QUESTIONS BY MR. MELAMED:</p> <p>12 Q. And you see at the end of the</p> <p>13 first paragraph of the article and then the</p> <p>14 one-sentence -- second paragraph -- statement</p> <p>15 from the author: "This despite the fact that</p> <p>16 the company's top executives, including CEO</p> <p>17 Paul Bisaro, will continue to live and work</p> <p>18 in New Jersey."</p> <p>19 And then the article purports</p> <p>20 to quote Bisaro, who says, "'Everybody loves</p> <p>21 New Jersey too much, and nobody is willing to</p> <p>22 go,' he said on a conference call yesterday."</p> <p>23 Do you see that?</p> <p>24 A. I see that.</p> <p>25 Q. And that's consistent with your</p>	<p style="text-align: right;">Page 116</p> <p>1 testimony before, that the execu -- the top</p> <p>2 executives of Actavis PLC remained in New</p> <p>3 Jersey, correct?</p> <p>4 A. They work in the administrative</p> <p>5 offices in New Jersey. That part I agree</p> <p>6 with.</p> <p>7 Q. You don't agree that everybody</p> <p>8 loves New Jersey too much?</p> <p>9 A. No. What it says is, "CEO Paul</p> <p>10 Bisaro will continue to live and work in New</p> <p>11 Jersey." He worked in the administrative</p> <p>12 headquarters of Actavis in Parsippany.</p> <p>13 Q. And Mr. Saunders is currently</p> <p>14 the CEO of the sub -- the successor in</p> <p>15 interest Allergan PLC, correct?</p> <p>16 A. He is the CEO, president, of</p> <p>17 Allergan PLC.</p> <p>18 Q. And he also continues to work</p> <p>19 in New Jersey, correct?</p> <p>20 A. He works in the administrative</p> <p>21 offices, yes.</p> <p>22 Q. And you -- the company has</p> <p>23 moved its administrative offices to Madison,</p> <p>24 New Jersey; is that correct?</p> <p>25 A. That is correct.</p>

<p style="text-align: right;">Page 117</p> <p>1 Q. And it is in the process of</p> <p>2 consolidating offices from other locations in</p> <p>3 New Jersey; is that correct?</p> <p>4 A. It has consolidated Parsippany,</p> <p>5 Rockaway, Jersey City, since the facility in</p> <p>6 Parsippany went to Teva.</p> <p>7 (Allergan-Kaufhold Exhibit 16</p> <p>8 marked for identification.)</p> <p>9 QUESTIONS BY MR. MELAMED:</p> <p>10 Q. I'm going to hand you what I'm</p> <p>11 marking as Exhibit 16. Exhibit 16 is a</p> <p>12 printout of the current executive leadership</p> <p>13 of Allergan PLC taken from the company's</p> <p>14 website.</p> <p>15 So we just discussed,</p> <p>16 Mr. Saunders, Brenton Saunders, works in New</p> <p>17 Jersey, correct?</p> <p>18 A. He works from New Jersey, yes.</p> <p>19 Q. You turn the page, William</p> <p>20 Meury -- I'm not sure if I'm saying his last</p> <p>21 name --</p> <p>22 A. Meury.</p> <p>23 Q. Meury.</p> <p>24 A. Yes.</p> <p>25 Q. Where does William Meury live</p>	<p style="text-align: right;">Page 118</p> <p>1 and work?</p> <p>2 A. Again, to where he lives, I</p> <p>3 think he lives in Connecticut.</p> <p>4 Work, I believe he has -- he</p> <p>5 has an office in the administrative</p> <p>6 headquarters.</p> <p>7 Q. Do you know if that's where he</p> <p>8 primarily works, or you don't know either</p> <p>9 way?</p> <p>10 A. I don't know.</p> <p>11 Q. The next individual is the</p> <p>12 chief financial -- chief financial officer,</p> <p>13 Matt Welsh?</p> <p>14 A. Uh-huh.</p> <p>15 Q. Do you know where Mr. Welsh</p> <p>16 works primarily -- where his primary office</p> <p>17 is?</p> <p>18 A. Administrative offices.</p> <p>19 Q. In New Jersey?</p> <p>20 A. In New Jersey.</p> <p>21 Q. Is it currently Madison? We</p> <p>22 just --</p> <p>23 A. Madison, yes.</p> <p>24 Q. Do you know where he lives?</p> <p>25 A. I do.</p>
<p style="text-align: right;">Page 119</p> <p>1 Q. In what state?</p> <p>2 A. New Jersey.</p> <p>3 Q. Do you know where chief legal</p> <p>4 officer and corporate secretary, A. Robert D.</p> <p>5 Bailey, works, where his primary office is?</p> <p>6 A. He has an office at the</p> <p>7 administrative offices.</p> <p>8 Q. Is that his primary office?</p> <p>9 A. That is his primary office.</p> <p>10 Q. Okay. And that's the</p> <p>11 administrative offices in New Jersey,</p> <p>12 correct?</p> <p>13 A. Correct.</p> <p>14 Q. Chief human resources officer</p> <p>15 Karen Ling, do you know where she maintains</p> <p>16 her primary office?</p> <p>17 A. The administrative offices.</p> <p>18 Q. In New Jersey?</p> <p>19 A. In New Jersey.</p> <p>20 Q. The chief research and</p> <p>21 development officer, C. David Nicholson, do</p> <p>22 you know where he maintains his principal</p> <p>23 office?</p> <p>24 A. Administrative offices, New</p> <p>25 Jersey.</p>	<p style="text-align: right;">Page 120</p> <p>1 Q. Chief communications officer,</p> <p>2 Alex Kelly, do you know where he maintains</p> <p>3 his principal office?</p> <p>4 A. Administrative offices in New</p> <p>5 Jersey.</p> <p>6 Q. Executive vice president for</p> <p>7 global operations, Wayne Swanton, do you know</p> <p>8 where he maintains his principal office?</p> <p>9 A. Administrative offices in New</p> <p>10 Jersey.</p> <p>11 Q. You can put that aside.</p> <p>12 Where do you maintain your</p> <p>13 principal office?</p> <p>14 A. New Jersey.</p> <p>15 Q. Same -- same office building --</p> <p>16 A. Yes.</p> <p>17 Q. -- as these individuals?</p> <p>18 A. Yes.</p> <p>19 Q. Are you on the same floor as</p> <p>20 the CEO? Mr. Saunders?</p> <p>21 A. I am on the fourth floor.</p> <p>22 Q. Is that the executive floor,</p> <p>23 where all the executive offices are?</p> <p>24 A. There are other offices in the</p> <p>25 building. I mean, it's 450,000 square feet,</p>

<p style="text-align: right;">Page 121</p> <p>1 five, six stories, so...</p> <p>2 Q. I'm not trying to be tricky</p> <p>3 with the question. I understand you're</p> <p>4 trying to be precise, and I appreciate that.</p> <p>5 A. Yeah, I sit within -- I do not</p> <p>6 sit in the executive suite.</p> <p>7 Q. Okay. So there's an executive</p> <p>8 suite where the -- all of the individuals we</p> <p>9 just went through sit or most of them sit?</p> <p>10 A. They have offices next to each</p> <p>11 other, yes.</p> <p>12 Q. And are you on the same floor?</p> <p>13 A. I am on the fourth floor, yes.</p> <p>14 Q. Okay. How many --</p> <p>15 approximately how many individuals are on the</p> <p>16 fourth floor?</p> <p>17 A. I don't have that number.</p> <p>18 Q. Is it, like, fewer than a</p> <p>19 hundred? Just trying to get an idea.</p> <p>20 A. It's -- again, it's a</p> <p>21 five-story building. You have a cafeteria.</p> <p>22 I mean, it's probably -- probably somewhere</p> <p>23 about 200 to 300 employees.</p> <p>24 Q. In all five floors?</p> <p>25 A. Five floors.</p>	<p style="text-align: right;">Page 122</p> <p>1 In total, it's 1,300 people,</p> <p>2 approximately, in that location.</p> <p>3 Q. At that location --</p> <p>4 A. Five floors.</p> <p>5 Q. There are approximately 1,300</p> <p>6 people in the five floors in Madison, New</p> <p>7 Jersey?</p> <p>8 A. Correct.</p> <p>9 Q. How many employees of Allergan</p> <p>10 PLC are in Ireland?</p> <p>11 MS. LEVY: Object to the form.</p> <p>12 THE WITNESS: Allergan PLC has</p> <p>13 no employees.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. Who is -- who is Mr. Saunders</p> <p>16 employed by?</p> <p>17 A. I don't have that information.</p> <p>18 Q. Do you know who pays his</p> <p>19 checks, what corporate entity pays his</p> <p>20 checks?</p> <p>21 A. I would -- it would be ADP.</p> <p>22 Q. Who -- does ADP draw -- who</p> <p>23 provides the funding for ADP to provide</p> <p>24 Mr. Saunders his checks; do you know?</p> <p>25 A. A subsidiary of Allergan.</p>
<p style="text-align: right;">Page 123</p> <p>1 Q. What is that subsidiary called?</p> <p>2 A. I don't have that name.</p> <p>3 Q. Do you believe -- withdraw</p> <p>4 that.</p> <p>5 Do you know whether you</p> <p>6 receive -- whether your check's funding comes</p> <p>7 from the same subsidiary?</p> <p>8 A. Yes.</p> <p>9 Q. It does come from the same</p> <p>10 subsidiary?</p> <p>11 A. Yes.</p> <p>12 MR. MELAMED: Let's go off the</p> <p>13 record, please.</p> <p>14 THE WITNESS: Sure.</p> <p>15 VIDEOGRAPHER: All right. The</p> <p>16 time is 2:46 p m. Off the record.</p> <p>17 (Off the record at 2:46 p.m.)</p> <p>18 VIDEOGRAPHER: We are now on</p> <p>19 the record. The time 3:02 p m.</p> <p>20 THE WITNESS: Excuse me just</p> <p>21 for a second, Matt.</p> <p>22 Just in regard to this one</p> <p>23 exhibit, which is the chart that we</p> <p>24 provided, just -- there was a typo on</p> <p>25 here where it says, "Allergan Finance,</p>	<p style="text-align: right;">Page 124</p> <p>1 comma, LLC," in parentheses it says</p> <p>2 "f/k/a Actavis Inc." It should say</p> <p>3 "Actavis, comma, Inc."</p> <p>4 QUESTIONS BY MR. MELAMED:</p> <p>5 Q. Okay. And is that the --</p> <p>6 A. That's correct, that's the dark</p> <p>7 blue box in the middle. You'll see Allergan</p> <p>8 Finance, LLC. You'll see f/k/a Actavis Inc.</p> <p>9 It should say Actavis, comma, Inc.</p> <p>10 Q. Okay. And that's</p> <p>11 ALLERGAN_MDL_03674501.</p> <p>12 A. That's correct.</p> <p>13 Q. All right.</p> <p>14 A. And then also during the break</p> <p>15 I did go back. We did look at some of the</p> <p>16 org charts that have been provided, and I'll</p> <p>17 just call your attention to MDL_03367301,</p> <p>18 which shows the -- it will show where Actavis</p> <p>19 Group is and Actavis Inc., no comma.</p> <p>20 Q. Okay. I just want to look for</p> <p>21 that for a sec.</p> <p>22 You said 33601?</p> <p>23 A. 67301, correct.</p> <p>24 MS. LEVY: It's not in that</p> <p>25 stack, Matt. It's a previously</p>

<p style="text-align: right;">Page 125</p> <p>1 produced org chart. I have a copy in</p> <p>2 my bag if you want to see it.</p> <p>3 You had asked about Actavis</p> <p>4 Group --</p> <p>5 MR. MELAMED: Correct.</p> <p>6 MS. LEVY: -- and he's telling</p> <p>7 you where the answer to --</p> <p>8 MR. MELAMED: Okay. I was just</p> <p>9 looking -- thank you. I was</p> <p>10 looking -- can I look at that at the</p> <p>11 next break?</p> <p>12 MS. LEVY: Sure.</p> <p>13 MR. MELAMED: Thank you.</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. Where is Allergan Finance, LLC,</p> <p>16 located? In the world, not in the org chart.</p> <p>17 A. In the world is -- that is a US</p> <p>18 company.</p> <p>19 Q. Where is -- where -- does it</p> <p>20 have -- you said before it has no employees,</p> <p>21 correct?</p> <p>22 A. It has no employees, no</p> <p>23 operations.</p> <p>24 Q. What is its purpose?</p> <p>25 A. Is a holding company. It holds</p>	<p style="text-align: right;">Page 126</p> <p>1 the investment of the subsidiary that is</p> <p>2 right below that.</p> <p>3 Q. What is the subsidiary that is</p> <p>4 right below it?</p> <p>5 A. Is Allergan, comma, Inc.</p> <p>6 Q. In the -- I believe it's the</p> <p>7 fiscal year '18 10-K, one of the 10-Ks we</p> <p>8 looked at before, it said "Allergan Finance,</p> <p>9 LLC, was formerly known as Allergan, comma,</p> <p>10 Inc."?</p> <p>11 I'm sorry, let me withdraw</p> <p>12 that.</p> <p>13 In one of the Ks we looked at</p> <p>14 before -- and I will look through and find</p> <p>15 it. But if you remember, I won't have to.</p> <p>16 A. Sure.</p> <p>17 Q. -- the K stated that Allergan</p> <p>18 Finance, LLC, was formerly known as Actavis,</p> <p>19 comma, Inc.?</p> <p>20 A. That is correct.</p> <p>21 Q. Okay. Is also -- let me just</p> <p>22 make sure I understand.</p> <p>23 It is also -- Allergan Finance,</p> <p>24 LLC, is also the holding company of Actavis,</p> <p>25 comma, Inc.?</p>
<p style="text-align: right;">Page 127</p> <p>1 A. No.</p> <p>2 Q. I'm sorry. Can you repeat what</p> <p>3 it is the holding company of?</p> <p>4 A. Sure. Allergan Finance, LLC,</p> <p>5 owns 100 percent of the Allergan, comma, Inc.</p> <p>6 Q. Allergan, comma, Inc. Thank</p> <p>7 you.</p> <p>8 Where is Allergan, comma, Inc.,</p> <p>9 located in the world?</p> <p>10 A. US.</p> <p>11 Q. How many employees does</p> <p>12 Allergan, comma, Inc., have?</p> <p>13 A. I don't have that number.</p> <p>14 Q. Does it have employees?</p> <p>15 A. I do not know.</p> <p>16 Q. Do you know the purpose of</p> <p>17 Allergan, comma, Inc.?</p> <p>18 A. Allergan, comma, Inc., is</p> <p>19 his -- it's the historical Allergan company</p> <p>20 that was acquired in 2015.</p> <p>21 Q. So the previously existing</p> <p>22 entity that was acquired by Actavis?</p> <p>23 A. Acquired by Actavis PLC.</p> <p>24 Q. Okay. So the company that</p> <p>25 manufactures Botox and other pharmaceutical</p>	<p style="text-align: right;">Page 128</p> <p>1 products?</p> <p>2 A. Botox and products that they</p> <p>3 were manufacturing at that time, yes.</p> <p>4 Q. None of which are opioids,</p> <p>5 correct?</p> <p>6 A. That is correct.</p> <p>7 Q. So I just want to state what we</p> <p>8 just went through a little more concisely.</p> <p>9 A. Sure.</p> <p>10 Q. Please correct me if I get it</p> <p>11 wrong.</p> <p>12 A. Absolutely.</p> <p>13 Q. Allergan Finance, LLC, is a</p> <p>14 holding company that holds 100 percent of the</p> <p>15 Allergan, comma, Inc., which is the legacy</p> <p>16 Allergan entity, correct?</p> <p>17 A. Correct.</p> <p>18 Q. And the legacy Allergan entity</p> <p>19 has at no point that you are aware of been</p> <p>20 involved in -- in the marketing, production,</p> <p>21 sale or any other -- in any other way of</p> <p>22 prescription opioids, correct?</p> <p>23 A. That is correct.</p> <p>24 And thinking about it, Allergan</p> <p>25 Finance, comma, LLC, may have some operating</p>

<p style="text-align: right;">Page 129</p> <p>1 assets, but I -- I don't have that</p> <p>2 information.</p> <p>3 Q. Assets. But you're -- it may</p> <p>4 have assets, but you are sure that it does</p> <p>5 not have employees?</p> <p>6 A. That is correct.</p> <p>7 Q. How are you -- is there</p> <p>8 something about the org chart that shows you</p> <p>9 it does not have employees?</p> <p>10 A. No, it does not.</p> <p>11 Q. Okay.</p> <p>12 A. Doesn't show on the chart.</p> <p>13 Q. It's just something you know</p> <p>14 independently?</p> <p>15 A. Yes.</p> <p>16 Q. Are you the treasurer of</p> <p>17 Allergan Finance, LLC?</p> <p>18 A. I am the treasurer, yes.</p> <p>19 Q. But you do not work for</p> <p>20 Allergan Finance, LLC, correct?</p> <p>21 A. That is correct.</p> <p>22 Q. You have a similar relationship</p> <p>23 vis-à-vis your job as treasurer with Allergan</p> <p>24 Finance, LLC, as you do with Allergan PLC,</p> <p>25 correct?</p>	<p style="text-align: right;">Page 130</p> <p>1 A. Same type of relationship --</p> <p>2 providing treasury functions?</p> <p>3 Q. That you are the treasurer for</p> <p>4 both companies, but you are not employed by</p> <p>5 either, correct?</p> <p>6 A. Correct.</p> <p>7 Q. What other companies are you</p> <p>8 treasurer for?</p> <p>9 A. There are numerous US</p> <p>10 companies. I don't have the list of names.</p> <p>11 Q. Who are the officers of</p> <p>12 Allergan Finance, LLC?</p> <p>13 A. We have it listed on the grid</p> <p>14 that we provided on page 12. We list the</p> <p>15 Allergan Finance, comma, LLC, officers.</p> <p>16 Q. Is that what's reflected</p> <p>17 currently on the screen?</p> <p>18 A. That is correct.</p> <p>19 Q. Is this at a particular point</p> <p>20 in time? Is this -- let me withdraw that.</p> <p>21 Is this the current list of</p> <p>22 officers?</p> <p>23 A. Yes, it is.</p> <p>24 Q. Is this list of officers also</p> <p>25 the list of officers of Allergan, comma,</p>
<p style="text-align: right;">Page 131</p> <p>1 Inc.?</p> <p>2 A. I don't have that information.</p> <p>3 Q. Okay. You, however, are an</p> <p>4 officer of Allergan Finance, LLC, correct?</p> <p>5 A. Correct.</p> <p>6 Q. Because Allergan Finance, LLC,</p> <p>7 is a holding company, it has no -- let me</p> <p>8 withdraw that.</p> <p>9 Allergan Finance, LLC, you</p> <p>10 testified, is a holding company, correct?</p> <p>11 A. I said it was a holding company</p> <p>12 owning 100 percent. Then I corrected by</p> <p>13 saying it may have some operating assets.</p> <p>14 Q. Do you know if any of the</p> <p>15 operating assets have anything to do with</p> <p>16 opioids?</p> <p>17 A. Sub -- could you repeat that</p> <p>18 question, please?</p> <p>19 Q. Do any of Allergan Finance --</p> <p>20 does Allergan Finance, LLC, have any</p> <p>21 involvement with opioid products?</p> <p>22 A. Through an indirect</p> <p>23 relationship of subsidiaries.</p> <p>24 Q. What is -- can you walk me</p> <p>25 through that indirect relationship of</p>	<p style="text-align: right;">Page 132</p> <p>1 subsidiaries?</p> <p>2 A. Sure. And I'll just bring back</p> <p>3 out this sheet here, which is the branded</p> <p>4 opioids.</p> <p>5 Q. The Norco and Kadian?</p> <p>6 A. Norco and Kadian.</p> <p>7 So when you look at, for</p> <p>8 example -- you look at sales, currently</p> <p>9 they're being sold by Allergan USA, comma,</p> <p>10 Inc., which is a subsidiary of Allergan,</p> <p>11 comma, Inc., which is a subsidiary of</p> <p>12 Allergan Finance, comma, LLC.</p> <p>13 Q. Okay. I thought before you</p> <p>14 testified that Allergan, comma, Inc., was the</p> <p>15 legacy Allergan business.</p> <p>16 A. Say it again, please.</p> <p>17 Q. I thought -- I just want you to</p> <p>18 help me clarify.</p> <p>19 A. Sure.</p> <p>20 Q. My understanding of what you</p> <p>21 testified to before is that Allergan, comma,</p> <p>22 Inc., was the legacy Allergan business and,</p> <p>23 as such, had nothing to do with opioids.</p> <p>24 A. Allergan, comma, Inc., per the</p> <p>25 chart on 6 -- and again, I stand corrected on</p>

<p style="text-align: right;">Page 133</p> <p>1 that -- do some corporate reorganization.</p> <p>2 Allergan Sales, comma, LLC, is the entity</p> <p>3 that is currently selling the Norco product</p> <p>4 and is also the entity that is selling the</p> <p>5 Kadian product, the brand product.</p> <p>6 Q. On 6 you're referring to --</p> <p>7 A. Page 6.</p> <p>8 Q. -- the Bates number that ends</p> <p>9 506?</p> <p>10 A. 506.</p> <p>11 Q. Okay.</p> <p>12 A. If you look towards the top,</p> <p>13 you see Allergan PLC, Allergan, comma, Inc.</p> <p>14 If you go to your left, you</p> <p>15 will -- you'll see -- okay. Hold on for one</p> <p>16 second. Okay. There's two entities, okay?</p> <p>17 And let's be specific here.</p> <p>18 Allergan Sales, comma, LLC,</p> <p>19 which is the entity that you see at the far</p> <p>20 right -- okay?</p> <p>21 Q. Far right up here?</p> <p>22 A. Yes.</p> <p>23 Q. Okay.</p> <p>24 A. Okay? That holds the IP, okay,</p> <p>25 the ANDA in Kadian, okay?</p>	<p style="text-align: right;">Page 134</p> <p>1 And then if -- on this chart</p> <p>2 here -- where is Allergan Sales USA? If you</p> <p>3 now come back a little and -- you'll see a</p> <p>4 company right next to Allergan Sales, comma,</p> <p>5 LLC, Allergan Specialty Therapeutics, comma,</p> <p>6 Inc.</p> <p>7 Q. Uh-huh.</p> <p>8 A. Right below that is an entity</p> <p>9 called Allergan USA, comma, Inc.</p> <p>10 Q. Uh-huh.</p> <p>11 A. That is where the sales, the</p> <p>12 revenue, is booked for Norco as well as for</p> <p>13 Kadian.</p> <p>14 Q. And does Allergan USA, comma,</p> <p>15 Inc., have any employees?</p> <p>16 A. I believe not, no.</p> <p>17 Q. And then that revenue that's</p> <p>18 booked at Allergan USA, comma, Inc., for the</p> <p>19 sale of Kadian and Norco rolls up into the</p> <p>20 consolidated financial statements of Allergan</p> <p>21 PLC?</p> <p>22 A. That would be correct, yes.</p> <p>23 Q. Which also has no employees?</p> <p>24 A. That is correct.</p> <p>25 Q. In what division do people who</p>
<p style="text-align: right;">Page 135</p> <p>1 actually sell Kadian and Norco work?</p> <p>2 A. What division?</p> <p>3 Q. What entity, on this sheet or</p> <p>4 any other sheet, do the individuals who sell</p> <p>5 Kadian or Norco work?</p> <p>6 MS. LEVY: Object to the form.</p> <p>7 THE WITNESS: I don't know who</p> <p>8 they're employed by.</p> <p>9 QUESTIONS BY MR. MELAMED:</p> <p>10 Q. Do you know what -- prior to</p> <p>11 the sale of the generic opioid products, do</p> <p>12 you know what entity at Allergan employed the</p> <p>13 individuals who marketed those generic drugs</p> <p>14 to distributors and pharmacies?</p> <p>15 MS. LEVY: Object to the form.</p> <p>16 THE WITNESS: I do not.</p> <p>17 QUESTIONS BY MR. MELAMED:</p> <p>18 Q. Do you know if there was</p> <p>19 anybody employed anywhere within Allergan PLC</p> <p>20 who fulfilled that role?</p> <p>21 A. Within PLC, the answer is no.</p> <p>22 Q. At any subsidiary to PLC?</p> <p>23 A. They would be in some</p> <p>24 subsidiary.</p> <p>25 Q. You're just unaware of which</p>	<p style="text-align: right;">Page 136</p> <p>1 one?</p> <p>2 A. Which one, yes.</p> <p>3 Q. At some point Kadian was</p> <p>4 marketed and detailed to physicians and other</p> <p>5 health care professionals, are you aware of</p> <p>6 that?</p> <p>7 MS. LEVY: Objection. This is</p> <p>8 beyond the scope of what this witness</p> <p>9 has been proffered on.</p> <p>10 But you may answer.</p> <p>11 THE WITNESS: I would assume.</p> <p>12 I have no direct knowledge.</p> <p>13 QUESTIONS BY MR. MELAMED:</p> <p>14 Q. Okay. So you have been offered</p> <p>15 to talk about the corporate structure</p> <p>16 relating to opioids generally, correctly --</p> <p>17 correct?</p> <p>18 A. Correct.</p> <p>19 Q. Okay. I'm going to represent</p> <p>20 to you, and you can just object again, that</p> <p>21 at some point in the past Kadian was marketed</p> <p>22 and detailed to physicians and other health</p> <p>23 care providers. With that -- let me withdraw</p> <p>24 that last phrase.</p> <p>25 Do you know which entity within</p>

<p style="text-align: right;">Page 137</p> <p>1 the org chart is an entity where anyone who</p> <p>2 marketed Kadian or detailed Kadian to</p> <p>3 physicians worked?</p> <p>4 A. I do not.</p> <p>5 Q. What about Norco?</p> <p>6 A. I do not.</p> <p>7 Q. What about generic opioids</p> <p>8 prior to the sale of -- to Teva?</p> <p>9 A. I do not.</p> <p>10 Q. Do you know what entity in this</p> <p>11 org chart or any other org chart employed the</p> <p>12 individuals who worked on regulatory issues</p> <p>13 concerning opioids?</p> <p>14 A. I do not.</p> <p>15 Q. Do you know which entity, if</p> <p>16 any, within this org chart, or any other</p> <p>17 employed individuals who worked in the</p> <p>18 suspicious -- the monitoring of suspicious</p> <p>19 sales of opioids?</p> <p>20 MS. LEVY: Objection, again, to</p> <p>21 this line of questioning. Beyond the</p> <p>22 scope of what this witness is offered</p> <p>23 for, and we have other corporate reps</p> <p>24 who have been offered to testify about</p> <p>25 these subjects.</p>	<p style="text-align: right;">Page 138</p> <p>1 MR. MELAMED: I just want to</p> <p>2 clarify. I think you are -- is it</p> <p>3 true that he was offered to talk about</p> <p>4 corporation -- the organization of the</p> <p>5 corporation and -- vis-à-vis opioids?</p> <p>6 MS. LEVY: This witness is</p> <p>7 offered on the three topics that we've</p> <p>8 offered him on. You know what they</p> <p>9 are.</p> <p>10 MR. MELAMED: Okay. So I'll</p> <p>11 reask the question. You can object,</p> <p>12 and then I'd like you to answer.</p> <p>13 QUESTIONS BY MR. MELAMED:</p> <p>14 Q. What Allergan PLC entity works</p> <p>15 on issues related to suspicious monitoring of</p> <p>16 the sales of Allergan's opioids?</p> <p>17 MS. LEVY: Objection. Beyond</p> <p>18 the scope of what this witness has</p> <p>19 been offered to testify about.</p> <p>20 As you know, Counsel, we have</p> <p>21 other corporate representatives who</p> <p>22 have been designated to testify about</p> <p>23 that topic.</p> <p>24 THE WITNESS: I do not know.</p> <p>25</p>
<p style="text-align: right;">Page 139</p> <p>1 QUESTIONS BY MR. MELAMED:</p> <p>2 Q. You previously testified that</p> <p>3 there are approximately 1,300 people who work</p> <p>4 in the Madison, New Jersey, administrative</p> <p>5 headquarters of Allergan PLC?</p> <p>6 A. Approximately.</p> <p>7 Q. Who employs those individuals?</p> <p>8 A. I do not know.</p> <p>9 Q. You said you're employed by</p> <p>10 Allergan Sales, LLC, correct?</p> <p>11 A. That is correct.</p> <p>12 Q. Do you know who employs the</p> <p>13 executives of Allergan PLC?</p> <p>14 A. I do not know.</p> <p>15 Q. Do you know who employs anybody</p> <p>16 else in the building?</p> <p>17 Without naming anybody, do you</p> <p>18 know who employs anybody else in the building</p> <p>19 at Madison -- in Madison?</p> <p>20 A. Well, certain groups, yes.</p> <p>21 Q. What groups?</p> <p>22 A. Well, for example, people who</p> <p>23 report to me as part of the treasury</p> <p>24 function, they would also be employees of</p> <p>25 Allergan Sales, LLC. Same with the other</p>	<p style="text-align: right;">Page 140</p> <p>1 finance functions as well, too.</p> <p>2 Q. What other finance -- are all</p> <p>3 the finance functions for the entirety of</p> <p>4 Allergan PLC within the Allergan Sales, LLC,</p> <p>5 entity?</p> <p>6 A. Rephrase that, please?</p> <p>7 Q. You said -- I -- it was an</p> <p>8 inartfully phrased question. I'm trying to</p> <p>9 follow up on what your testimony was.</p> <p>10 A. Sure.</p> <p>11 Q. You testified you would also</p> <p>12 know about the entity that employs the</p> <p>13 Allergan Finance group; is that true?</p> <p>14 A. To clarify, the Allergan</p> <p>15 Finance group that works in the US at</p> <p>16 Madison, New Jersey.</p> <p>17 Q. Okay. Who employs them?</p> <p>18 A. Allergan Sales, LLC.</p> <p>19 Q. Okay. Do you know any other</p> <p>20 entities who employ individuals who work at</p> <p>21 the Madison, New Jersey, location?</p> <p>22 A. I do not.</p> <p>23 Q. Approximately how many</p> <p>24 employees does Allergan Sales, LLC, have?</p> <p>25 A. I do not know.</p>

<p style="text-align: right;">Page 141</p> <p>1 Q. About how many employees are in 2 the treasury function of Allergan Sales, LLC? 3 A. Including myself and my admin, 4 it's eight people in treasury. 5 Q. About how many people are 6 employed in the finance group in Madison of 7 Allergan Sales, LLC? 8 A. Well, not -- the finance 9 function -- who are hired by Allergan Sales, 10 LLC, is probably somewhere 200 to 200 -- I 11 would say about 200 people. 12 Q. And you said they were hired by 13 Allergan Sales, LLC. 14 Can you clarify what you mean, 15 why you said "hired"? 16 A. Well, they are on the payroll 17 of Allergan Sales, LLC, so when I get my 18 check, when I get my W-2 at the end of the 19 year, it says "Allergan Sales, LLC." 20 Q. You testified before that you 21 weren't sure whose funds were used when ADP 22 processed your paycheck. 23 Do you remember that? 24 MS. LEVY: Objection to 25 mischaracterization.</p>	<p style="text-align: right;">Page 142</p> <p>1 QUESTIONS BY MR. MELAMED: 2 Q. Feel free to clarify. 3 A. Right. The question was, which 4 entity paid that. 5 I don't recollect or have that 6 information readily, which entity that is, 7 considering the number of legal entities that 8 we have. 9 Q. Do you know which entity signs 10 that paycheck? 11 A. I -- again, it's mostly all 12 direct deposits. I don't even know if 13 there's a signature on the check. 14 Q. But when you get your W-2, it's 15 from Allergan Sales, LLC? 16 A. That is correct. 17 Q. Do you know if that is true of 18 the executive officers, that their W-2s would 19 reflect salaries earned from Allergan Sales, 20 LLC? 21 A. I don't know that. 22 Q. Do you have any reason to 23 believe it's any different? 24 A. It would only be an assumption 25 on my part.</p>
<p style="text-align: right;">Page 143</p> <p>1 Q. You have no idea either way. 2 You just -- 3 A. I have no idea. 4 Q. I asked you before about a 5 litigation hold pertaining to the City of 6 Chicago case. Do you remember that? 7 A. Yes. 8 Q. And you said you didn't 9 remember a litigation hold for that case, 10 correct? 11 A. That's correct. 12 Q. It may have been issued, it may 13 not, you just don't have a -- 14 A. Exactly. 15 Q. Do you have a memory of a 16 litigation hold being issued pertaining to 17 any case in the MDL? 18 A. I -- not specifically. 19 Q. Do you know that one has been 20 issued? 21 A. Not specifically. It doesn't 22 mean it has been. 23 Q. Okay. Understood. I'm just 24 trying to understand. 25 A. Yeah.</p>	<p style="text-align: right;">Page 144</p> <p>1 Q. Has anybody told you to retain 2 all documents related to some category of 3 information concerning the MDL litigation? 4 A. We get document, you know, hold 5 requests coming in from legal, and we 6 certainly abide by those requests, but I 7 can't list out for you here the -- here are 8 all the requests that we received in the last 9 couple of years. 10 Q. So you just aren't sure either 11 way whether you received one pertaining to 12 any of the cases in the MDL? 13 A. That's what I said. 14 (Allergan-Kaufhold Exhibit 17 15 marked for identification.) 16 QUESTIONS BY MR. MELAMED: 17 Q. I'm going to hand you what I've 18 marked as Exhibit 17. It's an e-mail chain, 19 the most recent in time from Joel Trugman to 20 Tara Brolly, cc'ing others. The Bates number 21 is ALLERGAN_MDL_01335569. 22 First, I want to draw your 23 attention to the signature block of Mr. -- 24 Dr. Trugman on the last in time e-mail, which 25 is on top of the first page.</p>

<p style="text-align: right;">Page 145</p> <p>1 Do you see that?</p> <p>2 A. Yes.</p> <p>3 Q. Do you see where he represents</p> <p>4 he is -- what company represents -- employs</p> <p>5 him? I'm sorry, let me withdraw that.</p> <p>6 Do you see what company he</p> <p>7 represents employs him?</p> <p>8 A. I see it in the signature.</p> <p>9 Q. And it's Allergan PLC, correct?</p> <p>10 A. That's what he has.</p> <p>11 Q. Okay. And you -- so your</p> <p>12 testimony is that Allergan PLC has no</p> <p>13 employees; is that correct?</p> <p>14 A. That's correct.</p> <p>15 Q. Okay. Do you know which</p> <p>16 Allergan entity employs Dr. Trugman?</p> <p>17 A. I do not.</p> <p>18 Q. And you see that generally --</p> <p>19 and I'm happy to give you a minute to review</p> <p>20 it.</p> <p>21 A. Sure.</p> <p>22 Q. But the e-mail written on</p> <p>23 June 29, 2015, from Dr. Trugman to Tara</p> <p>24 Brolly concerns opioid REMS assessments.</p> <p>25 A. I see it here, yes.</p>	<p style="text-align: right;">Page 146</p> <p>1 Q. Are you familiar with what a</p> <p>2 REMS assessment is?</p> <p>3 A. This is outside my area of</p> <p>4 expertise. I don't know the subject or these</p> <p>5 individuals.</p> <p>6 Q. Okay. You don't know any of</p> <p>7 these individuals --</p> <p>8 A. I do not.</p> <p>9 Q. -- is that correct?</p> <p>10 A. No.</p> <p>11 Q. Okay. You can put that aside.</p> <p>12 (Allergan-Kaufhold Exhibit 18</p> <p>13 marked for identification.)</p> <p>14 QUESTIONS BY MR. MELAMED:</p> <p>15 Q. I'm handing you what's been</p> <p>16 marked as Exhibit 18. Exhibit 18 is an</p> <p>17 e-mail and attachments.</p> <p>18 The e-mail is from Wendy</p> <p>19 Despaigne to Julianne Balcon, or Balcon, dated</p> <p>20 August 4, 2015. The Bates number is</p> <p>21 ALLERGAN_MDL_01334578.</p> <p>22 Attachment starts at</p> <p>23 ALLERGAN_MDL_01334579 and ends -- that is</p> <p>24 all -- all those pages are actually a single</p> <p>25 document. It's a spreadsheet that's been</p>
<p style="text-align: right;">Page 147</p> <p>1 pointed out.</p> <p>2 A. Understood.</p> <p>3 Q. Printed out.</p> <p>4 Do you see the signature block</p> <p>5 in Ms. Balcon's e-mail from August 4th --</p> <p>6 A. Yes.</p> <p>7 Q. -- at 1:03.</p> <p>8 Do you see where she writes she</p> <p>9 is employed?</p> <p>10 A. Yes.</p> <p>11 Q. And you see that's Allergan</p> <p>12 PLC?</p> <p>13 A. No. It was Allergan, comma,</p> <p>14 PLC, period.</p> <p>15 Q. Is Allergan, comma, PLC,</p> <p>16 period, a different entity within the</p> <p>17 Allergan PLC family?</p> <p>18 A. I've never heard of this</p> <p>19 entity.</p> <p>20 Q. Is it your -- do you have any</p> <p>21 reason to believe this is anything but a typo</p> <p>22 and that she meant to write Allergan PLC?</p> <p>23 MS. LEVY: Objection.</p> <p>24 THE WITNESS: I don't know.</p> <p>25</p>	<p style="text-align: right;">Page 148</p> <p>1 QUESTIONS BY MR. MELAMED:</p> <p>2 Q. You don't know either way.</p> <p>3 As treasurer of -- let me</p> <p>4 withdraw that.</p> <p>5 You can put that aside.</p> <p>6 (Allergan-Kaufhold Exhibit 19</p> <p>7 marked for identification.)</p> <p>8 QUESTIONS BY MR. MELAMED:</p> <p>9 Q. I'm going to hand you what's</p> <p>10 been marked as Exhibit 19. It's an e-mail</p> <p>11 string starting at ALLERGAN_MDL_01334588,</p> <p>12 continuing to 589, the most recent in time</p> <p>13 being an e-mail from Wendy Despaigne to Anna</p> <p>14 Haripersaud on August 18, 2015.</p> <p>15 Do you see Ms. Haripersaud's</p> <p>16 e-mail signature in the middle of the first</p> <p>17 page?</p> <p>18 A. I do.</p> <p>19 Q. Do you see that she represents</p> <p>20 she works -- in her signature, she represents</p> <p>21 she works at Allergan PLC?</p> <p>22 A. That's what it shows.</p> <p>23 Q. And if you go to the e-mail</p> <p>24 first in time and then follow up, you -- the</p> <p>25 second page, so those first two e-mails,</p>

<p style="text-align: right;">Page 149</p> <p>1 reflect an annual report on Kadian. 2 Do you see that? 3 A. I do. 4 Q. Okay. And then if you turn 5 back to the first page, Wendy Despain asks 6 for information about patient exposure -- 7 exposure data for morphine sulfate XR 8 capsules, generic product? 9 A. I see that. 10 Q. And do you see that -- do you 11 understand that those capsules are generic 12 opioids? 13 A. Other than referencing it to 14 the list here, yes. 15 Q. You're aware? 16 A. Yes. 17 Q. Okay. And I just want to -- if 18 you pull back Exhibit 18 for a second and 19 hold it next to 19, and you look at the 20 signature files of Anna Haripersaud and 21 Julianne Balcon side by side, do you see they 22 work at the same address? 23 A. They work at the same 185 24 Hudson Street. 25 Q. Both in Plaza 5, correct?</p>	<p style="text-align: right;">Page 150</p> <p>1 A. Plaza 5, yes. 2 Q. Both look like they work on the 3 19th floor, correct? 4 One says "19th floor"; one says 5 "Suite 1900"? 6 A. It appears that. 7 Q. Okay. Do you see that -- does 8 that provide any reason for you to change 9 your assessment about whether Allergan, 10 comma, PLC, period, is a typo? 11 A. I mean, it's confusing to me 12 because in their e-mail addresses and the 13 website references it says "actavis.com." 14 (Allergan-Kaufhold Exhibit 20 15 marked for identification.) 16 QUESTIONS BY MR. MELAMED: 17 Q. Handing you what's been marked 18 as Exhibit 20. 19 A. Thank you. 20 Q. Exhibit 20 is an e-mail string 21 starting at ALLERGAN_MDL_01489486, continuing 22 through 9488. It is -- it says, "From daily 23 inventory report," dated December 11, 2015. 24 Do you see that? 25 A. I see that.</p>
<p style="text-align: right;">Page 151</p> <p>1 Q. Okay. Do you see that the 2 signature on the second page from Ebenezer 3 Ankrah is from Allergan PLC? 4 A. I see that. 5 Q. Do you see just above the 6 signature that it concerns at least -- that 7 this daily inventory report calls out 8 information as to at least one opioid 9 product, oxycodone HCL CR? 10 A. I see that. 11 Q. If you look at the "to" list, 12 there -- and I'll -- on the first page, all 13 the addressees, they appear to be 14 alphabetical by last name. 15 Do you see Paul Bisaro on the 16 fourth line? 17 A. I do. 18 Q. He was the CEO of Allergan PLC 19 at that time, correct? 20 A. CEO of -- December 15. He 21 was -- what did -- rephrase that, please? 22 What was the question? 23 Q. Was he the CEO of Allergan PLC 24 at that time? 25 A. No.</p>	<p style="text-align: right;">Page 152</p> <p>1 Q. What was he -- what was his 2 role? 3 A. He possibly could have been 4 director. 5 Q. Okay. So he was no longer the 6 CEO, but he was, I believe, actually 7 executive director of Allergan PLC. 8 Does that sound -- 9 A. That's correct. 10 Q. Okay. And that would be 11 reflected in the 10-K, correct? 12 A. Correct. 13 Q. And then if you look down about 14 four-fifths of the way down the addressee 15 list, do you see Robert A. Stewart? 16 A. Yes. 17 Q. At that time, was Mr. Stewart 18 an executive officer of Allergan PLC? 19 A. He was an executive off -- at 20 2015, yes. 21 Q. He was the chief operating 22 officer, correct? 23 A. Correct. 24 And just back on the signature, 25 since it did get cut off, if we look at the</p>

<p style="text-align: right;">Page 153</p> <p>1 top of the next page, again, it's the use of</p> <p>2 an actavis.com e-mail address.</p> <p>3 Q. Is it possible that the use of</p> <p>4 the actavis.com e-mail addresses that you've</p> <p>5 been referencing while simultaneously</p> <p>6 referencing employment at Allergan PLC is</p> <p>7 because the name had changed around this</p> <p>8 time?</p> <p>9 A. I'm not sure when the name</p> <p>10 change took place. I would have thought the</p> <p>11 name change would have been a little bit</p> <p>12 earlier in the year when we acquired</p> <p>13 Allergan.</p> <p>14 (Allergan-Kaufhold Exhibit 21</p> <p>15 marked for identification.)</p> <p>16 QUESTIONS BY MR. MELAMED:</p> <p>17 Q. I'm going to hand you what's</p> <p>18 been marked Exhibit 21. It's an e-mail chain</p> <p>19 starting at ALLERGAN_MDL_0 -- I'm sorry,</p> <p>20 ALLERGAN_MDL_02024980, continuing</p> <p>21 through 4982, the most recent in time being</p> <p>22 from Lynne Bolduc to Michael Kuderka on</p> <p>23 September 30, 2016.</p> <p>24 I want you to turn to the</p> <p>25 first-in-time e-mail, which starts on page 2.</p>	<p style="text-align: right;">Page 154</p> <p>1 A. (Witness complies.)</p> <p>2 Q. It's an e-mail from -- do you</p> <p>3 see it's an e-mail from Jon Kamp to -- at The</p> <p>4 Wall Street Journal from -- to Mark Marmur</p> <p>5 and Frances DeSena?</p> <p>6 A. Yes.</p> <p>7 Q. And Jon Kamp writes with a</p> <p>8 series of questions or statements that he</p> <p>9 wants -- wants information about from</p> <p>10 Allergan.</p> <p>11 Do you see that?</p> <p>12 A. I need to read through it,</p> <p>13 but --</p> <p>14 Q. Sure.</p> <p>15 A. Okay. It seems like four</p> <p>16 questions.</p> <p>17 Q. Okay. And if you go up to the</p> <p>18 bottom e-mail at the page -- at the -- I'm</p> <p>19 sorry, the e-mail at the bottom of page 1,</p> <p>20 which is next in time, you'll see that it's</p> <p>21 Mark Marmur sending something on to Michael</p> <p>22 Kuderka, who was not on the initial e-mail</p> <p>23 from The Wall Street Journal reporter,</p> <p>24 saying, "See below for responses. Let me</p> <p>25 know if you have any comments or Norco</p>
<p style="text-align: right;">Page 155</p> <p>1 specific," and then some other information.</p> <p>2 Do you see that?</p> <p>3 A. Yes.</p> <p>4 Q. So if you go back to the first</p> <p>5 e-mail in time from Jon Kamp's e-mail?</p> <p>6 A. Uh-huh.</p> <p>7 Q. It appears that Mr. Marmur's</p> <p>8 responses are below each of the bullet</p> <p>9 points.</p> <p>10 A. Yes.</p> <p>11 Q. Correct?</p> <p>12 A. Yes.</p> <p>13 Q. Do you see where Mark Marmur's</p> <p>14 signature file identifies his place of</p> <p>15 employment? What he says is his place of</p> <p>16 employment?</p> <p>17 A. Yes.</p> <p>18 Q. And that's Allergan PLC,</p> <p>19 correct?</p> <p>20 A. It says "Allergan PLC."</p> <p>21 Q. And he was the director of</p> <p>22 corporate affairs, right?</p> <p>23 A. By his title.</p> <p>24 Q. Do you know Mr. Marmur?</p> <p>25 A. I do know him.</p>	<p style="text-align: right;">Page 156</p> <p>1 Q. What is his role at the</p> <p>2 company?</p> <p>3 A. He's still part of corporate</p> <p>4 affairs. No longer works in Madison but is</p> <p>5 overseas.</p> <p>6 Q. At this time, do you know what</p> <p>7 his -- was he the director of corporate</p> <p>8 affairs? Is that an accurate description of</p> <p>9 what you understood his role to be?</p> <p>10 A. Yes.</p> <p>11 Q. Who employed him? What -- what</p> <p>12 organizational entity within the Allergan</p> <p>13 family employed Mr. Marmur?</p> <p>14 A. I don't know that.</p> <p>15 Q. And just to bring your</p> <p>16 attention to more e-mail address confusion,</p> <p>17 you see in the second-to-last e-mail, near</p> <p>18 the top the first page, September 30, 2016,</p> <p>19 at 6:23, it says, "Kuderka_Michael," and then</p> <p>20 it gives his e-mail address as an</p> <p>21 allergan.com e-mail address, wrote -- he</p> <p>22 writes something, and then his signature</p> <p>23 says -- provides his e-mail address as</p> <p>24 actavis.com.</p> <p>25 Do you see that?</p>

<p style="text-align: right;">Page 157</p> <p>1 A. I see that.</p> <p>2 But he also has Allergan, which</p> <p>3 I'm not sure which entity that is.</p> <p>4 Q. What is Allergan PLC's, excuse</p> <p>5 me, website?</p> <p>6 A. Would be allergan.com.</p> <p>7 MR. MELAMED: Let's off the</p> <p>8 record.</p> <p>9 THE WITNESS: Sure.</p> <p>10 VIDEOGRAPHER: Standby, please.</p> <p>11 Remove your microphones.</p> <p>12 The time is 3:41 p m. Going</p> <p>13 off the record.</p> <p>14 (Off the record at 3:41 p.m.)</p> <p>15 VIDEOGRAPHER: All right. We</p> <p>16 are back on the record. The time is</p> <p>17 3:56 p m.</p> <p>18 QUESTIONS BY MR. MELAMED:</p> <p>19 Q. Are you aware of an entity --</p> <p>20 an Allergan entity named Allergan</p> <p>21 Pharmaceuticals, Inc.?</p> <p>22 A. I am not.</p> <p>23 Q. Are you aware of an entity</p> <p>24 named Allergan Health Solutions, Inc.?</p> <p>25 A. I am not.</p>	<p style="text-align: right;">Page 158</p> <p>1 MR. MELAMED: So I want to</p> <p>2 state for the record that counsel for</p> <p>3 Allergan offered -- you know,</p> <p>4 encouraged us to take the time to</p> <p>5 review the documents that were</p> <p>6 provided this morning -- or at noon</p> <p>7 when we started the deposition and ask</p> <p>8 questions on them today in order to</p> <p>9 avoid fights later. I appreciate the</p> <p>10 offer.</p> <p>11 I want to state that I'm not</p> <p>12 able to review and develop questions</p> <p>13 for those right now, and so we will</p> <p>14 reserve our right to call you back in</p> <p>15 the event that on review we want to</p> <p>16 ask further questions about.</p> <p>17 And I also want to state that</p> <p>18 though the three topics agreed on</p> <p>19 included testimony about all Allergan</p> <p>20 entities' roles in connection with any</p> <p>21 opioids from 1995 to present and all</p> <p>22 management of those opioids, that</p> <p>23 Mr. Kaufhold was unable to answer a</p> <p>24 number of those questions. And we</p> <p>25 will reserve our right to seek</p>
<p style="text-align: right;">Page 159</p> <p>1 additional time for deposition of</p> <p>2 another 30(b)(6) witness or</p> <p>3 Mr. Kaufhold at another time to answer</p> <p>4 those questions.</p> <p>5 And I have no further</p> <p>6 questions.</p> <p>7 MS. LEVY: Could the court</p> <p>8 reporter state the time for the record</p> <p>9 and the time used in this deposition?</p> <p>10 VIDEOGRAPHER: So we've used up</p> <p>11 3 hours and 9 minutes.</p> <p>12 MS. LEVY: Okay. I have a</p> <p>13 question for you, Mr. Kaufhold.</p> <p>14 CROSS-EXAMINATION</p> <p>15 QUESTIONS BY MS. LEVY:</p> <p>16 Q. To the best of your knowledge,</p> <p>17 does Allergan PLC have any documents related</p> <p>18 to the manufacture, sale, marketing,</p> <p>19 promotion of opioids?</p> <p>20 A. It does not.</p> <p>21 MS. LEVY: And in response to</p> <p>22 counsel's comments both at the</p> <p>23 beginning of the deposition and now,</p> <p>24 let me make the following</p> <p>25 representations so that our record is</p>	<p style="text-align: right;">Page 160</p> <p>1 clear.</p> <p>2 Today when we arrived at the</p> <p>3 deposition, we came and provided</p> <p>4 counsel with a folder that is</p> <p>5 Exhibit 3 in the deposition. That</p> <p>6 folder contains five documents, all</p> <p>7 previously -- three of the documents</p> <p>8 previously produced in the case --</p> <p>9 sorry, let me correct myself -- two</p> <p>10 documents previously produced in the</p> <p>11 case.</p> <p>12 The first are the schedules to</p> <p>13 the Teva MPA, which have been</p> <p>14 previously produced. The second is an</p> <p>15 org chart which has been previously</p> <p>16 produced to counsel.</p> <p>17 Both documents Mr. Kaufhold</p> <p>18 anticipated that he may need to rely</p> <p>19 on for his deposition and, therefore,</p> <p>20 brought them with him in case he was</p> <p>21 asked questions that required him to</p> <p>22 consult on those two documents.</p> <p>23 The other three documents that</p> <p>24 were provided in Exhibit 3 reflect</p> <p>25 notes that Mr. Kaufhold, along with</p>

<p style="text-align: right;">Page 161</p> <p>1 counsel, in preparation for the</p> <p>2 deposition, prepared in order to</p> <p>3 assist him in testimony that we</p> <p>4 anticipated that you might ask, and in</p> <p>5 preparing and finding the answers to</p> <p>6 the subtopics that we agreed would be</p> <p>7 the subject of this deposition.</p> <p>8 Mr. Kaufhold took notes,</p> <p>9 compiled things, found himself unable</p> <p>10 to remember all of the corporate</p> <p>11 structure over the period of time that</p> <p>12 you had asked.</p> <p>13 We don't believe that we have</p> <p>14 any obligation to provide these to</p> <p>15 you. But, however, every deposition</p> <p>16 I've ever been in when a witness comes</p> <p>17 with notes and deposition aids,</p> <p>18 opposing counsel has asked me to see a</p> <p>19 copy. So as a courtesy, we copied</p> <p>20 them and provided them to you in order</p> <p>21 to assist you in having what he had to</p> <p>22 give testimony in the case.</p> <p>23 So the other three documents</p> <p>24 are a flow chart which Mr. Kaufhold</p> <p>25 prepared, with assistance of his</p>	<p style="text-align: right;">Page 162</p> <p>1 counsel, in order to more efficiently</p> <p>2 illustrate the history of the</p> <p>3 corporate acquisitions and which a</p> <p>4 great deal of testimony has been given</p> <p>5 about today.</p> <p>6 The two documents remaining in</p> <p>7 Exhibit 3 are his notes compiled</p> <p>8 with -- reflecting his research and</p> <p>9 all documents consulted in preparation</p> <p>10 of his responses to those documents,</p> <p>11 and both have been provided.</p> <p>12 We renew our -- so again, you</p> <p>13 know, in hopes of just avoiding</p> <p>14 unnecessary fights down the road, no</p> <p>15 documents were provided, unlike what</p> <p>16 some of the plaintiffs have done in</p> <p>17 this case, like dumping new documents</p> <p>18 during the deposition. This is not</p> <p>19 that.</p> <p>20 The two documents you haven't</p> <p>21 seen before are -- reflect the notes</p> <p>22 of what he used as notes for himself.</p> <p>23 We have provided them to avoid a fight</p> <p>24 on that.</p> <p>25 And certainly if you'd like to</p>
<p style="text-align: right;">Page 163</p> <p>1 take time and read them further and</p> <p>2 ask questions about it, given the</p> <p>3 early hour today, we are more than</p> <p>4 happy to take a break and allow you to</p> <p>5 do that.</p> <p>6 It's no secret to you or</p> <p>7 anybody in the room that if you choose</p> <p>8 not to do that, we will object to</p> <p>9 taking more time with Mr. Kaufhold</p> <p>10 because we don't agree that you even</p> <p>11 really have the right to these and</p> <p>12 that we've -- you know, we have bent</p> <p>13 over backwards to make things easy and</p> <p>14 efficient for you by providing them in</p> <p>15 the first place.</p> <p>16 MR. MELAMED: We can agree to</p> <p>17 disagree on that, with the one note</p> <p>18 that I asked repeatedly via e-mail</p> <p>19 over the last week for the provision</p> <p>20 of any materials that you had</p> <p>21 referenced he would be bringing.</p> <p>22 MS. LEVY: Sure.</p> <p>23 And as you know, we were</p> <p>24 working with Mr. Kaufhold in preparing</p> <p>25 his summary right up through the end</p>	<p style="text-align: right;">Page 164</p> <p>1 of the day yesterday and, you know --</p> <p>2 so it is what it is. The record is</p> <p>3 clear on what this Exhibit 3 is.</p> <p>4 And I don't have anything</p> <p>5 further.</p> <p>6 MR. MELAMED: Does anybody in</p> <p>7 this room have any further questions?</p> <p>8 Does anybody, if anybody is</p> <p>9 left on the phone, have any further</p> <p>10 questions?</p> <p>11 We'll go off the record.</p> <p>12 VIDEOGRAPHER: This marks the</p> <p>13 end of today's deposition. The time</p> <p>14 is 4:04 p m. Going off the record.</p> <p>15 (Deposition concluded at 4:04 p m.)</p> <p>16 MR. JACOBS: Would we be able</p> <p>17 to get a rough and the like the same</p> <p>18 as Allergan?</p> <p>19 -----</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

Page 165

1 CERTIFICATE

2

3 I, CARRIE A. CAMPBELL, Registered

4 Diplomat Reporter, Certified Realtime

5 Reporter and Certified Shorthand Reporter, do

6 hereby certify that prior to the commencement

7 of the examination, Stephan Kaufhold was duly

8 sworn by me to testify to the truth, the

9 whole truth and nothing but the truth

10 I DO FURTHER CERTIFY that the

11 foregoing is a verbatim transcript of the

12 testimony as taken stenographically by and

13 before me at the time, place and on the date

14 hereinbefore set forth, to the best of my

15 ability

16

17 I DO FURTHER CERTIFY that I am

18 neither a relative nor employee nor attorney

19 nor counsel of any of the parties to this

20 action, and that I am neither a relative nor

21 employee of such attorney or counsel, and

22 that I am not financially interested in the

23 action

24

25

CARRIE A. CAMPBELL,
NCRA Registered Diplomat Reporter
Certified Realtime Reporter
Notary Public

Dated: October 29, 2018

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1 INSTRUCTIONS TO WITNESS

2

3 Please read your deposition over

4 carefully and make any necessary corrections.

5 You should state the reason in the

6 appropriate space on the errata sheet for any

7 corrections that are made.

8 After doing so, please sign the

9 errata sheet and date it. You are signing

10 same subject to the changes you have noted on

11 the errata sheet, which will be attached to

12 your deposition.

13 It is imperative that you return

14 the original errata sheet to the deposing

15 attorney within thirty (30) days of receipt

16 of the deposition transcript by you. If you

17 fail to do so, the deposition transcript may

18 be deemed to be accurate and may be used in

19 court.

20

21

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Page 167

1 ACKNOWLEDGMENT OF DEPONENT

2

3

4 I, _____, do

5 hereby certify that I have read the foregoing

6 pages and that the same is a correct

7 transcription of the answers given by me to

8 the questions therein propounded, except for

9 the corrections or changes in form or

10 substance, if any, noted in the attached

11 Errata Sheet.

12

13 _____ DATE

14

15 Subscribed and sworn to before me this

16 _____ day of _____, 20 ____.

17 My commission expires: _____

18

19 Notary Public

20

21

22

23

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Page 168

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2 ERRATA

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